

YAVAPAI COUNTY ATTORNEY'S OFFICE
JOSEPH C. BUTNER SBN 005229
DEPUTY COUNTY ATTORNEY
255 East Gurley Street
Prescott, AZ 86301
Telephone: 928-771-3344
ycao@co.yavapai.az.us

DEPOSITORY
2010 MAR -5 PM 6:35
FILED

Heather Figueroa

DEPUTY CLERK

IN THE SUPERIOR COURT OF STATE OF ARIZONA

IN AND FOR THE COUNTY OF YAVAPAI

STATE OF ARIZONA,

Plaintiff,

v.

STEVEN CARROLL DEMOCKER,

Defendant.

Cause No. P1300CR20081339

Division 6

MOTION TO ENTER UBS EMAILS

The State of Arizona, by and through Sheila Sullivan Polk, Yavapai County Attorney, and her deputy undersigned, hereby submits its Response to Defendant's Motion to Enter UBS emails.

On March 2, 2010 this Court "in general" precluded the State from using the approximately 14, 000 emails from UBS that were just recently received and disclosed. The court did leave the door open for consideration on whether or not the State may use specific emails from the defendant to Carol Kennedy, Barb O'Non and matters involving the dissolution of the Democker marriage and the partnership with Barbara O'Non.

Attached to this pleading are 197 emails, specifically identified as USB EM 01 to 197 consisting of emails related to the court's ruling. The emails are grouped into categories for the convenience of the parties.

1 The State, hereby requests, subject to proper foundation the use of the attached emails
2 at trial.

3
4 I. Business Split

5 UBS EM01- UBS EM0140

6 II. Discussing the death of Carol Kennedy,

7 UBS EM141- UBS EM143

8 III. Emails between Steve DeMocker & Carol Kennedy

9 UBS EM144- UBS EM156

10 IV. Emails dated July 2, 2008

11 UBS EM157- UBS EM168

12 VI. Emails by cell phone

13 UBS EM169- UBS EM185

14 VI. Barbara O'Non emails

15 UBS EM186- UBS EM196

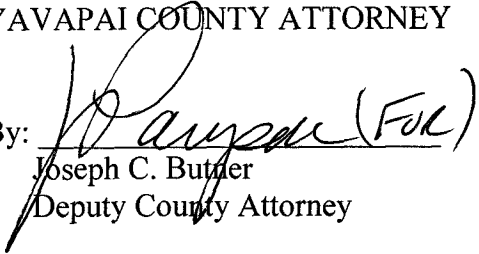
16 VII. Email instructing the closing of joint account

17 UBS EM197

18 RESPECTFULLY SUBMITTED this 5th March, 2010.

19 Sheila Sullivan Polk
20 YAVAPAI COUNTY ATTORNEY

21 By:

22  (For)
23 Joseph C. Butler
24 Deputy County Attorney
25
26

Office of the Yavapai County Attorney

255 E. Gurley Street, Suite 300

Prescott, AZ 86301

Phone: (928) 771-3344 Facsimile: (928) 771-3110

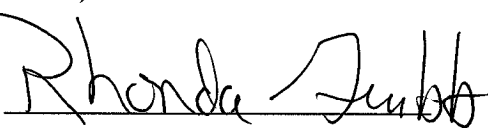
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COPIES of the foregoing delivered this
5th day of March, 2010 to:

Honorable Thomas J. Lindberg
Division 6
Yavapai County Superior Court
(via email)

John Sears
511 E. Gurley St.
Prescott, AZ 86301
Attorney for Defendant
(via email)

Larry Hammond
Anne Chapman
Osborn Maledon, P.A.
2929 North Central Ave, 21st Floor
Phoenix, AZ
Attorney for Defendant
(via email)

By: 

Unknown

From: Young, Sue A.
Sent: Friday, July 18, 2008 1:52 PM
O'Non, Barbara; DeMocker, Steven; Bertenshaw, Patrick
Cc: Hall, Karen; Dirks, Tish; Morochnick, David; Maack, Lisa; Patterson, Genny; Carman, Patsy, Gesina, Patricia; Nolan, Sue; Robinson, Ellen; Benedikt, Janice; Miller, Keli
Subject: New split FA # UX-D2

There is a new split FA # between Barbara O'Non, Pat Bertenshaw, and Steve DeMocker -- UX-D2

Keli--please give access in MAC to those that need it.
Thanks

Sue A. Young
Branch Office Administrator
UBS Financial Services Inc.
2555 E. Camelback Rd. Ste 600
Phoenix, AZ 85016
Tel: (602) 957-5193
(800) 247-1754
Fax: (602) 912-2585
sue.young@ubs.com

Unknown

2-17-10
dh

From: DeMocker, Steven
Sent: Friday, July 11, 2008 11:04 AM
To: VanSteenhuysen, James P.
Cc: Minard, Elizabeth
Subject: Barb's clients

Jim:

I've looked at our proposed split list and see that the client Barb was upset about having talked to us here is in fact on her side of things. In addition, there is a second Prescott client who is going to her who was scheduled to come in this morning for an account review. We're intercepting him now and will tell him we'll get him re-scheduled with Barb.

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
1560 Plaza West Drive
Prescott, AZ 86303
928-541-5080
928-541-5099 fax
800-436-9097
steven.democker@ubs.com

<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

UBS is a leading global wealth manager, a top tier investment banking and securities firm, and one of the largest global asset managers. In Switzerland, UBS is the market leader in retail and commercial banking. With headquarters in Zurich and Basel, Switzerland, UBS is present in all major financial centers worldwide. UBS employs more than 80,000 people. In the US, we are the third largest private client business with a client base of over 2 million investors. Our American network of around 9,000 financial advisors manages roughly 465 billion US dollars in invested assets and provides sophisticated services through consultative relationships with affluent and high net worth clients. In Switzerland and internationally, UBS has more than 140 years of private banking experience, an extensive global network of 164 offices and approximately \$2.46 trillion US dollars in invested assets. We provide a comprehensive range of services customized for wealthy individuals, ranging from asset management to estate planning and from corporate finance to art advising services.

UBS EM 02

2/17/2010

Unknown

From: DeMocker, Steven

Sent: Wednesday, July 02, 2008 9:08 AM

To: Minard, Elizabeth

Subject: FW: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.
(FWTHIS~1)

Steven DeMocker
Senior Vice President - Investments

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From: DeMocker, Steven

Sent: Monday, June 30, 2008 10:29 AM

To: Young, Sue A.; VanSteenhuysen, James P.; Morochnick, David

Cc: Dirks, Tish; Rydzewski, Jennifer; O'Non, Barbara

Subject: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.

Sue:

Jim has not yet approved the split agreement Barb and I have negotiated, and we can't do this until he does. Personally, I'd also like his input before we pull the trigger. If no one in management suggests changes, the following is how we propose accounts be re-assigned.

Key to the players:

UX89 - Barb

UXSD - Steve

UX - Pat Bertenshaw

UXDB and 8YDB - Steve & Barb's two team numbers, both currently splitting 70% to Steve and 30% to Barb

UXPD and 8YPD - team numbers currently splitting 50% to Pat, 35% to Steve, and 15% to Barb

UBS EM 03

2/23/2010 *dh*

1 First, all accounts currently in 8YDB are to be re-assigned to 8Y85 (Barb), with the following exception: 8Y01057 and 8Y01058 (the Ron Younger household, Prescott statement address) are to be re-assigned to UX 0 (Steve).

2. These accounts are to be re-assigned from UXDB to UX89:

Backenstoe	93	UX41566 UX41567 UX41579
Baker	112	UX03893 UX04162
Ball/Favour	1,039	UX06061 UX39446 UX39447 UX51231
Barclay	166	UX38137 UX38140 UX38182
Bence	360	UX41455 UX03876 UX03877 UX03879
Blackburn	22	UX40806 UX40807
Brazil	19	UX05585
Cowart	101	UX06396
Cox	107	UX04307 UX39808 UX39809
Crean	195	UX40411 UX40412
Dickinson	145	UX50140 UX00194 UX04172
Durgin	411	UX38372 UX38327
Franks, Lydia	49	UX38092 UX38093 UX40413
Head	98	UX07037
Heckenliable	935	UX07488 UX38059 UX38058 UX38057
Hill	243	UX39402 UX39403 UX39404
Hoffman/Milroy	413	UX38133 UX38132
Johl	582	UX40843 UX40844
Lavelly	312	UX38084 UX38086
Loughan	242	UX05421 UX05422
Macalinao	24	UX40739 UX40738 UX40748
McMillen	178	UX03269 UX03294
Mr n/Watt	571	UX51559 UX51558 UX51186 UX51659 UX06947 UX38674 UX38854
O'Neil/Marcus	21	UX07321 UX96335 UX90894

Pettijohn	536	UX38186 UX04943 UX50437
Powers	58	UX39323
Schlimgen	175	UX03328 UX03329
Shipman	96	UX38205 UX38207 UX38208 UX38209 UX00095
Smith	64	UX05718
Snow	198	UX51705 UX51704
Turrentine	83	UX39284 UX39600
Unrath	3	UX06060
Willits	415	UX38300 UX38301 UX38302 UX38857 UX38858
Williams	208	UX38677 UX38679 UX38680 UX38678
Zotovich	67	UX51738

3 These accounts are to remain in UXDB until further notice, but the split on UXDB changes to 50% UXSD (Steve) / 50% UX89 (Barb):

Combs	5,805	UX38025 UX38026 UX39285 UX39286 UX50584 UX51335 UX38051 5V37665
Wilkinson	3,234	UX38019 UX51317 5V37625
Stridworthy	9,993	UX05129 UX06264
Oliver	1,117	UX07331 UX07332

4 These accounts are to be re-assigned from UXPD to *a new number* which splits 50% to UX85 (Pat) / 50% UX89 (Barb):

Clark UX07268 UX07269 UX07270

UBS EM 04

2/23/2010

Goguen UX08224 UX08226 UX08225
Rasi
Berkenkamp UX07086
UX07510

UX08398

5 These accounts remain in UXPD, but the split on UXPD changes to 50% to UXSD / 50% UX85 (Pat), and UX89 (Barb) is eliminated from this split:

Jarc UX06594 UX06595
Triplett UX06951 UX06950 UX06952 UX06953 UX06954

6. All accounts currently in 8YPD remain unchanged, but the split on 8YPD changes to 50% to UX85 (Pat) / 50% UX89 (Barb), and UXSD (Steve) is eliminated from this split.

7. And the largeset category of accounts are those not covered in any of the instrx above. These are the remaining UXDB accounts, and they are to be re-assigned to UXSD (Steve).

Steven DeMocker
Senior Vice President - Investments

U.S. Financial Services, Inc.
1560 Plaza West Drive
Prescott, AZ 86303
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928-541-5099 fax
800-436-9097
steven.democker@ubs.com

<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

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UBS EM 05

2/23/2010

Unknown

From: O'Non, Barbara
Sent: Tuesday, July 01, 2008 7:57 AM
DeMocker, Steven
Subject: RE: Richey

Talk to John - I don't know.

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 7:56 AM
To: O'Non, Barbara
Subject: RE: Richey

I assumed you'd re-scheduled them, because yesterday morning they were on the calendar for 3, and this morning someone has moved them to 4:30. That's why I asked.

Steven DeMocker
Senior Vice President - Investments

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1560 Plaza West Drive
Prescott, AZ 86303
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From: O'Non, Barbara
Sent: Tuesday, July 01, 2008 7:44 AM
To: DeMocker, Steven
Subject: RE: Richey

Ofcourse - this appt was scheduled weeks ago - before there was a list or a definite plan. I'm surprised you would think that I would schedule you at this point.

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 7:43 AM
To: O'Non, Barbara

2/22/2010 db

UBS EM 06

Unknown

From: O'Non, Barbara
Sent: Monday, June 30, 2008 11:18 AM
To: DeMocker, Steven
Subject: RE: Berkenkamp

Stop it Steve

From: DeMocker, Steven
Sent: Monday, June 30, 2008 11:17 AM
To: O'Non, Barbara
Subject: RE: Berkenkamp

I'm not questioning your value, Barb. I'm wondering how to proceed. Easy...

Steven DeMocker
Senior Vice President - Investments

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From: O'Non, Barbara
Sent: Monday, June 30, 2008 11:16 AM
To: DeMocker, Steven
Cc: Bertenshaw, Patrick
Subject: RE: Berkenkamp

Pat sent you an e-mail confirming his interest in keeping this client only in a 3 way split. If I had not been proactive with this client he would never have been closed!

From: DeMocker, Steven
Sent: Monday, June 30, 2008 11:15 AM
To: O'Non, Barbara

2/20/2010 *ad*

UBS EM 07

Subject: Berkenkamp

You and I have mis-communicated. Listing Berkenkamp as 50 you/50 Pat was simply a mistake. I meant to list it as 50 me/50 Pat, because that's what I thought we had agreed on. Pat has said he wants no business between the 3 of us. Got any bright ideas that don't involve creating a new 33/33/33 split number with just or. client in it?

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: O'Non, Barbara
Sent: Monday, June 30, 2008 10:51 AM
To: VanSteenhuysen, James P.; Morochnick, David; Dirks, Tish; DeMocker, Steven
Subject: Untitled (230)

Dear Jim -

I have just learned from Steve that you feel strongly about leaving this partnership in a 99/1 split. I would like an opportunity to speak with you further about this when you return from your vacation.

Thanks,

Barbara O'Non
Vice President Investments

UBS Financial Services, Inc.
12515 West Bell Road
Surprise, AZ 85374
623-815-8718
800-754-7103
623-972-9428 (fax)
barbara.onon@ubs.com

<http://financialservicesinc.ubs.com>

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Please do not transmit orders or instructions regarding a UBS account by e-mail. The information provided in this e-mail or any attachments is not an official transaction confirmation or account statement. For your protection, do not include account numbers, Social Security numbers, credit card numbers, passwords or other non-public information in your e-mail. Because the information contained in this message may be privileged, confidential, proprietary or otherwise protected from disclosure, please notify us immediately by replying to this message and deleting it from your computer if you have received this communication in error. Thank you.

UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

2/22/2010



UBS EM 09

Unknown

From: O'Non, Barbara
Sent: Monday, June 30, 2008 10:46 AM
To: DeMocker, Steven; Young, Sue A.; VanSteenhuyse, James P.; Morochnick, David
Cc: Dirks, Tish; Rydzewski, Jennifer
Subject: RE: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.

There were 3 accounts missed on the spread sheet which have been added in blue. Also, it is my understanding that the Berkenkamp relationship will be split 3 ways between Steve (34%) Pat (33%) & Barb (33%).

From: DeMocker, Steven
Sent: Monday, June 30, 2008 10:29 AM
To: Young, Sue A.; VanSteenhuyse, James P.; Morochnick, David
Cc: Dirks, Tish; Rydzewski, Jennifer; O'Non, Barbara
Subject: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.

Sue:

Jim has not yet approved the split agreement Barb and I have negotiated, and we can't do this until he does. Personally, I'd also like his input before we pull the trigger. If no one in management suggests changes, the following is how we propose accounts be re-assigned.

Key to the players:

U: - Barb

UXSD - Steve

UX85 - Pat Bertenshaw

UXDB and 8YDB - Steve & Barb's two team numbers, both currently splitting 70% to Steve and 30% to Barb

UXPD and 8YPD - team numbers currently splitting 50% to Pat, 35% to Steve, and 15% to Barb

1. First, all accounts currently in 8YDB are to be re-assigned to 8Y85 (Barb), with the following exception: 8Y01057 and 8Y01058 (the Ron Younger household, Prescott statement address) are to be re-assigned to UXSD (Steve).

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Barclay	166	UX38137 UX38140 UX38182
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Cr	107	UX04307 UX39808 UX39809
Crown	195	UX40411 UX40412
Dickinson	145	UX50140 UX00194 UX04172
Durgin	411	UX38372 UX38327 UX38373
Franks, Lydia	49	UX38092 UX38093 UX40413

2/22/2010

dh

UBS EM 010

Head - 98 UX07037
 Heckenliable 935 UX07488 UX38059 UX38058 UX38057 5V04404
 Hill 243 UX39402 UX39403 UX39404
 Hoffman/Milroy 413 UX38133 UX38132
 Johl 582 UX40843 UX40844
 Lavelle 312 UX38084 UX38086
 Lo in 242 UX05421 UX05422
 Macalino 24 UX40739 UX40738 UX40748
 McMillen 178 UX03269 UX03294
 Morgan/Watt 571 UX51559 UX51558 UX51186 UX51659 UX06947 UX38674 UX38854
 O'Non/Marcus 21 UX07321 UX96335 UX90894 UX04809

Pettijohn 536 UX38186 UX04943 UX50437
 Powers 58 UX39323
 Schlimgen 175 UX03328 UX03329
 Shipman 96 UX38205 UX38207 UX38208 UX38209 UX00095
 Smith 64 UX05718
 Snow 198 UX51705 UX51704
 Turrentine 83 UX39284 UX39600
 Unrath 3 UX06060
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 Williams 208 UX38677 UX38679 UX38680 UX38678
 Zotovich 67 UX51738

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 Wilkinson 3,234 UX38019 UX51317 5V37625
 Stidworthy 9,993 UX05129 UX06264
 Oliver 1,117 UX07331 UX07332

4. These accounts are to be re-assigned from UXPD to *a new number* which splits 50% to UX85 (Pat) / 50% UX89 (Barb):

Clark UX07268 UX07269 UX07270
 Goguen UX08224 UX08226 UX08225
 Rasi
 Berkenkamp UX07086
 UX07510

UX08398

5. These accounts remain in UXPD, but the split on UXPD changes to 50% to UXSD / 50% UX85 (Pat), and UX89 (Barb) is eliminated from this split:

Jarc UX06594 UX06595
 Triplett UX06951 UX06950 UX06952 UX06953 UX06954

6. All accounts currently in 8YPD remain unchanged, but the split on 8YPD changes to 50% to UX85 (Pat) / 50% UX89 (Barb), and UXSD (Steve) is eliminated from this split.

UBS EM 011

2/22/2010

7. And the largest category of accounts are those not covered in any of the instr above. These are the remaining UXDB accounts, and they are to be re-assigned to UXSD (Steve).

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: DeMocker, Steven
Sent: Monday, June 30, 2008 10:36 AM
VanSteenhuyse, James P.
Subject: RE: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.
RETHIS~2

Thanks Jim. Will do. Enjoy your vacation!

Steven DeMocker
Senior Vice President - Investments

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steven.democker@ubs.com

<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

UBS is a leading global wealth manager, a top tier investment banking and securities firm, and one of the largest global asset managers. In Switzerland, UBS is the market leader in retail and commercial banking. With headquarters in Zurich and Basel, Switzerland, UBS is present in all major financial centers worldwide. UBS employs more than 80,000 people. In the US, we are the third largest private client business with a client base of over 2 million investors. Our American network of around 9,000 financial advisors manages roughly 465 billion US dollars in invested assets and provides sophisticated services through consultative relationships with affluent and high net worth clients. In Switzerland and internationally, UBS has more than 140 years of private banking experience, an extensive global network of 164 offices and approximately \$2.46 trillion US dollars in invested assets. We provide a comprehensive range of services customized for wealthy individuals, ranging from asset management to estate planning and from corporate finance to art advising services.

-----Original Message-----

From: VanSteenhuyse, James P.
Sent: Monday, June 30, 2008 10:35 AM
To: DeMocker, Steven
Subject: Re: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.

99-1 if something happened vs full office distribution

Sent from my BlackBerry Wireless Handheld

----- Original Message -----

From: DeMocker, Steven
To: Young, Sue A.; VanSteenhuyse, James P.; Morochnick, David
Cc: Dirks, Tish; Rydzewski, Jennifer; O'Non, Barbara
Sent: Mon Jun 30 13:28:37 2008
Subject: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.

Sue:

Jim has not yet approved the split agreement Barb and I have negotiated, and we can't do this until he does. Personally, I'd also like his input

2/23/2010 *dl*

UBS EM 013

before we pull the trigger. If no one in management suggests changes, the following is how we propose accounts be re-assigned.

Key to the players:

UX89 - Barb

UXSD - Steve

UX - Pat Bertenshaw

UXDB and 8YDB - Steve & Barb's two team numbers, both currently splitting 70% to Steve and 30% to Barb

UXPD and 8YPD - team numbers currently splitting 50% to Pat, 35% to Steve, and 15% to Barb

1. First, all accounts currently in 8YDB are to be re-assigned to 8Y85 (Barb), with the following exception:

8Y01057 and 8Y01058 (the Ron Younger household, Prescott statement address) are to be re-assigned to UXSD (Steve).

2. These accounts are to be re-assigned from UXDB to UX89:

Backenstoe	93	UX41566 UX41567 UX41579
Baker	112	UX03893 UX04162
Ball/Favour	1,039	UX06061 UX39446 UX39447 UX51231
Barclay	166	UX38137 UX38140 UX38182
Bence	360	UX41455 UX03876 UX03877 UX03879
Blackburn	22	UX40806 UX40807
Brazil	19	UX05585
Cowart	101	UX06396
Cox	107	UX04307 UX39808 UX39809
Crean	195	UX40411 UX40412
Dickinson	145	UX50140 UX00194 UX04172
Durgin	411	UX38372 UX38327
Franks, Lydia	49	UX38092 UX38093 UX40413
Hr	98	UX07037
Hc. nliable	935	UX07488 UX38059 UX38058 UX38057
Hill	243	UX39402 UX39403 UX39404
Hoffman/Milroy	413	UX38133 UX38132
Johl	582	UX40843 UX40844
Lavelly	312	UX38084 UX38086
Loughan	242	UX05421 UX05422
Macalinao	24	UX40739 UX40738 UX40748
McMillen	178	UX03269 UX03294
Morgan/Watt	571	UX51559 UX51558 UX51186 UX51659 UX06947 UX38674 UX38854
O'Non/Marcus	21	UX07321 UX96335 UX90894
Pettijohn	536	UX38186 UX04943 UX50437
Powers	58	UX39323
Schlingen	175	UX03328 UX03329
Shipman	96	UX38205 UX38207 UX38208 UX38209 UX00095
Smith	64	UX05718
Snow	198	UX51705 UX51704
Turrentine	83	UX39284 UX39600
Unrath	3	UX06060
Willits	415	UX38300 UX38301 UX38302 UX38857 UX38858
Williams	208	UX38677 UX38679 UX38680 UX38678
Zotovitch	67	UX51738

3 These accounts are to remain in UXDB until further notice, but the split on UXDB changes to 50% UXSD (Steve) / 50% UX89 (Barb):

Combs	5,805	UX38025 UX38026 UX39285 UX39286 UX50584 UX51335 UX38051 5V37665
Wilkinson	3,234	UX38019 UX51317 5V37625
Stidworthy	9,993	UX05129 UX06264
Oliver	1,117	UX07331 UX07332

UBS EM 014

2/23/2010

4. These accounts are to be re-assigned from UXPD to a new number which splits 50% to UX85 (Pat) / 50% UX89 (Barb):

Clark UX07268 UX07269 UX07270
Go UX08224 UX08226 UX08225
Ras
Berkenkamp UX07086
UX07510
UX08398

5. These accounts remain in UXPD, but the split on UXPD changes to 50% to UXSD / 50% UX85 (Pat), and UX89 (Barb) is eliminated from this split:

Jarc UX06594 UX06595
Triplett UX06951 UX06950 UX06952 UX06953 UX06954

6. All accounts currently in 8YPD remain unchanged, but the split on 8YPD changes to 50% to UX85 (Pat) / 50% UX89 (Barb), and UXSD (Steve) is eliminated from this split.

7. And the largest category of accounts are those not covered in any of the instrx above. These are the remaining UXDB accounts, and they are to be re-assigned to UXSD (Steve).

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: VanSteenhuyse, James P.
Sent: Monday, June 30, 2008 10:35 AM
DeMocker, Steven
Subject: Re: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.RETHIS~3

99-1 if something happened vs full office distribution

Sent from my BlackBerry Wireless Handheld

----- Original Message -----

From: DeMocker, Steven
To: Young, Sue A.; VanSteenhuyse, James P.; Morochnick, David
Cc: Dirks, Tish; Rydzewski, Jennifer; O'Non, Barbara
Sent: Mon Jun 30 13:28:37 2008
Subject: This PROPOSED split list has not been approved by management, so please don't execute any changes yet.

Sue:

Jim has not yet approved the split agreement Barb and I have negotiated, and we can't do this until he does. Personally, I'd also like his input before we pull the trigger. If no one in management suggests changes, the following is how we propose accounts be re-assigned.

Key to the players:

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UX - Steve

UX85 - Pat Bertenshaw

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Blackburn	22	UX40806 UX40807
Brazil	19	UX05585
Cowart	101	UX06396
Cox	107	UX04307 UX39808 UX39809
Crean	195	UX40411 UX40412
Dickinson	145	UX50140 UX00194 UX04172
Dunning	411	UX38372 UX38327
Fr , Lydia	49	UX38092 UX38093 UX40413
Head	98	UX07037
Heckenliable	935	UX07488 UX38059 UX38058 UX38057
Hill	243	UX39402 UX39403 UX39404
Hoffman/Milroy	413	UX38133 UX38132

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2/23/2010

Johl .582 UX40843 UX40844
 Lavelly 312 UX38084 UX38086
 Loughan 242 UX05421 UX05422
 Macalinao 24 UX40739 UX40738 UX40748
 McMillen 178 UX03269 UX03294
 Morgan/Watt 571 UX51559 UX51558 UX51186 UX51659 UX06947 UX38674 UX38854
 O' Marcus 21 UX07321 UX96335 UX90894

Pettijohn 536 UX38186 UX04943 UX50437
 Powers 58 UX39323
 Schlimgen 175 UX03328 UX03329
 Shipman 96 UX38205 UX38207 UX38208 UX38209 UX00095
 Smith 64 UX05718
 Snow 198 UX51705 UX51704
 Turrentine 83 UX39284 UX39600
 Unrath 3 UX06060
 Willits 415 UX38300 UX38301 UX38302 UX38857 UX38858
 Williams 208 UX38677 UX38679 UX38680 UX38678
 Zotovich 67 UX51738

3. These accounts are to remain in UXDB until further notice, but the split on UXDB changes to 50% UXSD (Steve) / 50% UX89 (Barb):

Combs 5,805 UX38025 UX38026 UX39285 UX39286 UX50584 UX51335 UX38051 5V37665
 Wilkinson 3,234 UX38019 UX51317 5V37625
 Stidworthy 9,993 UX05129 UX06264
 Oliver 1,117 UX07331 UX07332

4. These accounts are to be re-assigned from UXPD to a new number which splits 50% to UX85 (Pat) / 50% UX89 (Barb):

Clark UX07268 UX07269 UX07270
 Goguen UX08224 UX08226 UX08225
 Rasi
 Berkenkamp UX07086
 UX07510
 UX08398

5. These accounts remain in UXPD, but the split on UXPD changes to 50% to UXSD / 50% UX85 (Pat), and UX89 (Barb) is eliminated from this split:

Jarc UX06594 UX06595
 Triplett UX06951 UX06950 UX06952 UX06953 UX06954

6. All accounts currently in 8YPD remain unchanged, but the split on 8YPD changes to 50% to UX85 (Pat) / 50% UX89 (Barb), and UXSD (Steve) is eliminated from this split.

7. And the largest category of accounts are those not covered in any of the instrx above. These are the remaining UXDB accounts, and they are re-assigned to UXSD (Steve).

UBS EM 017

2/23/2010

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: DeMocker, Steven
Sent: Monday, June 30, 2008 8:12 AM
To: O'Non, Barbara
Subject: Untitled (237)
Attachments: Barb revision.xls; Barb added accounts.xls

<<Barb revision.xls>> <<Barb added accounts.xls>>

Steven DeMocker
Senior Vice President - Investments

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UXDB accounts leaving or being fired

Byrd	158
Critelli	721
Dalton	392
Gaughan	134
Hanna	31
Hipskind	15
Innis	195
Koelle (partial)	200
McEwen	9
Phillips	490
Staudacher	502
	<u>2,847</u>

proposed split pool

Combs	5,805
Wilkinson	3,234
Stidworthy	<u>9,993</u>
Oliver	1,117

19,032

These accounts will be split 50%/50% between UXSD & UX89 (leave

UX38025	UX38026	UX39285	UX39286	UX50584	UX51335
UX38019	UX51317	5V37625			
UX05129	UX06264				
UX07331	UX07332				

This account to be moved to UX89

proposed re-assignment

These accounts to be moved to UX89

Backenstoe	93	UX41566	UX41567	UX41579	
Baker	112	UX03893	UX04162		
Ball/Favour	1,039	UX06061	UX39446	UX39447	UX51231
Barclay	166	UX38187	UX38140	UX38182	
Bence	360	UX41455	UX03876	UX03877	UX03879
Blackburn	22	UX40806	UX40807		
Brazil	19	UX05585			
Cowart	101	UX06396			
Cox	107	UX04307	UX39808	UX39809	
Crean	195	UX40411	UX40412		
Dickinson	145	UX50140	UX00194	UX04172	
Durgin	411	UX38372	UX38327		
Franks, Lydia	49	UX38092	UX38093	UX40413	
Head	98	UX07037			
Heckenliable	935	UX07488	UX38059	UX38058	UX38057
Hill	243	UX39402	UX39403	UX39404	
Hoffman/Milroy	413	UX38133	UX38132		
Johl	582	UX40843	UX40844		
Lavelly	312	UX38084	UX38086		
Loughan	242	UX05421	UX05422		
Macalinao	24	UX40739	UX40738	UX40748	
McMillen	178	UX03269	UX03294		
Morgan/Watt	571	UX51559	UX51558	UX51186	UX51659
O'Non/Marcus	21	UX07321	UX96335	UX90894	UX06947
Oliver	1117	UX07331	UX07332		
Pettijohn	536	UX38186	UX04943	UX50437	

To be moved at later date

Powers	58	UX39323				
Schlimgen	175	UX03328	UX03329			
Shipman	96	UX38205	UX38207	UX38208	UX38209	UX00095
Smith	64	UX05718				
Snow	198	UX51705	UX51704			
Turrentine	83	UX39284	UX39600			
Unrath	3	UX06060				
Willits	415	UX38300	UX38301	UX38302	UX38857	UX38858
Williams	208	UX38677	UX38679	UX38680	UX38678	
Zotovitch	67	UX51738				

9,458

All 8YDB to be assigned to 8Y89

All 8YPD to be assigned to 8Y89/8Y85 - need new 50% split/partnership agreement signed with Pat

Following accounts to be assigned to UXSD/UX85 - need new 50% split/partnership agreement signed with

Jarc	UX06594	UX06595			
Triplett	UX06951	UX06950	UX06952	UX06953	UX06954

Following accounts to be assigned to UX85/UX89 - need new 50% split/partnership agreement signed with

Clark	UX07268	UX07269	UX07270
Goguen	UX08224	UX08226	UX08225
Rasi	UX07086		

in UXDB just adjust split)

UX38051 5V37665

9 after initial production is complete

UX38854

UXDB accounts leaving or being fired

Byrd	158
Critelli	721
Dalton	392
Gaughan	134
Hanna	31
Hipskind	15
Innis	195
Koelle (partial)	200
McEwen	9
Phillips	490
Staudacher	502
	<u>2,847</u>

proposed split pool

Combs	5,805
Wilkinson	3,234
Stidworthy	<u>9,993</u>
Oliver	1,117
	19,032

These accounts will be split 50%/50% between UXSD & UX89 (leave

UX38025	UX38026	UX39285	UX39286	UX50584	UX51335
UX38019	UX51317	5V37625			
UX05129	UX06264				
UX07331	UX07332				This account to be moved to UX85

proposed re-assignment

These accounts to be moved to UX89

Backenstoe	93	UX41566	UX41567	UX41579	
Baker	112	UX03893	UX04162		
Ball/Favour	1,039	UX06061	UX39446	UX39447	UX51231
Barclay	166	UX38137	UX38140	UX38182	
Bence	360	UX41455	UX03876	UX03877	UX03879
Blackburn	22	UX40806	UX40807		
Brazil	19	UX05585			
Cowart	101	UX06396			
Cox	107	UX04307	UX39808	UX39809	
Crean	195	UX40411	UX40412		
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Franks, Lydia	49	UX38092	UX38093	UX40413	
Head	98	UX07037			
Heckenliable	935	UX07488	UX38059	UX38058	UX38057
Hill	243	UX39402	UX39403	UX39404	
Hoffman/Milroy	413	UX38133	UX38132		
Johl	582	UX40843	UX40844		
Lavelly	312	UX38084	UX38086		
Loughan	242	UX05421	UX05422		
Macalinao	24	UX40739	UX40738	UX40748	
McMillen	178	UX03269	UX03294		
Morgan/Watt	571	UX51559	UX51558	UX51186	UX51659 UX06947 UX38674
O'Non/Marcus	21	UX07321	UX96335	UX90894	
Oliver	1117	UX07331	UX07332		To be moved at later date
Pettjohn	536	UX38186	UX04943	UX50437	

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Smith	64	UX05718				
Snow	198	UX51705	UX51704			
Turrentine	83	UX39284	UX39600			
Unrath	3	UX06060				
Willits	415	UX38300	UX38301	UX38302	UX38857	UX38858
Williams	208	UX38677	UX38679	UX38680	UX38678	
Zotovitch	67	UX51738				

9,458

All 8YDB to be assigned to 8Y89

All 8YPD to be assigned to 8Y89/8Y85 - need new 50% split/partnership agreement signed with Pat

Following accounts to be assigned to UXSD/UX85 - need new 50% split/partnership agreement signed with

Jarc	UX06594	UX06595			
Triplett	UX06951	UX06950	UX06952	UX06953	UX06954

Following accounts to be assigned to UX85/UX89 - need new 50% split/partnership agreement signed with

Clark	UX07268	UX07269	UX07270
Goguen	UX08224	UX08226	UX08225
Rasi	UX07086		

in UXDB just adjust split)

UX38051 5V37665

9 after initial production is complete

UX38854

Unknown

From: O'Non, Barbara
Sent: Monday, June 30, 2008 7:35 AM
De: DeMocker, Steven
Subject: Untitled (243)

Steve -

I would like to submit the list of accounts to be separated to Sue Young this morning unless you have some further thoughts we need to discuss.

Also, I have talked to Beth and we have the go ahead to move on her accounts. I have offered her a 50% discount on the sale of her stock. We do need to talk about that account so when you have a moment give me a call.

Thanks,

Barbara O'Non
Vice President Investments

UBS Financial Services, Inc.
12515 West Bell Road
Surprise, AZ 85374
623-815-8718
800-754-7103
623-972-9428 (fax)
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UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

UBS EM 028

2/22/2010 *ds*

Unknown

From: O'Non, Barbara
Sent: Thursday, June 26, 2008 10:05 AM
Subject: FW: split worksheet final version (2).xls
Attachments: split worksheet final version (2).xls

The following accounts need to be added to the split sheet. My apologies, these accounts were missed:

UX 38373 (Durgin) 5V04404 (Heckenliab) UX04809(Watt/Morgan)

Thanks,
Barbara

-----Original Message-----

From: O'Non, Barbara
Sent: Thursday, June 26, 2008 9:12 AM
To: VanSteenhuysen, James P.; Dirks, Tish; Morochnick, David; DeMocker, Steven
Subject: split worksheet final version (2).xls

Dear Jim, Tish & David

The attached spread sheet is from Steve's original work with some small adjustments which Steve and I have discussed this morning. This spread sheet also includes all account numbers that will be effected by the partnership termination.

Thank you for your consideration. Please let me know if there is anything else you need.

Barbara O'Non
Vice President Investments

UBS Financial Services, Inc.
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Surprise, AZ 85374
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UBS EM 029

2/18/2010 *dd*

UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

<<split worksheet final version (2).xls>>

UXDB accounts leaving or being fired

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Dalton	392
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Hipskind	15
Innis	195
Koelle (partial)	200
McEwen	9
Phillips	490
Staudacher	502
	<u>2,847</u>

proposed split pool

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Wilkinson	3,234
Stidworthy	9,993
Oliver	1,117

19,032

These accounts will be split 50%/50% between UXSD & UX89 (leave

UX38025	UX38026	UX39285	UX39286	UX50584	UX51335
UX38019	UX51317	5V37625			
UX05129	UX06264				
UX07331	UX07332				This account to be moved to UX89

proposed re-assignment

These accounts to be moved to UX89

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Cowart	101	UX06396			
Cox	107	UX04307	UX39808	UX39809	
Crean	195	UX40411	UX40412		
Dickinson	145	UX50140	UX00194	UX04172	
Durgin	411	UX38372	UX38327		
Franks, Lydia	49	UX38092	UX38093	UX40413	
Head	98	UX07037			
Heckenliable	935	UX07488	UX38059	UX38058	UX38057
Hill	243	UX39402	UX39403	UX39404	
Hoffman/Milroy	413	UX38133	UX38132		
Johl	582	UX40843	UX40844		
Lavelly	312	UX38084	UX38086		
Loughan	242	UX05421	UX05422		
Macalinalao	24	UX40739	UX40738	UX40748	
McMillen	178	UX03269	UX03294		
Morgan/Watt	571	UX51559	UX51558	UX51186	UX51659 UX06947 UX38674
O'Non/Marcus	21	UX07321	UX96335	UX90894	
Oliver	1117	UX07331	UX07332		To be moved at later date
Pettijohn	536	UX38186	UX04943	UX50437	

Powers	58	UX39323				
Schlimgen	175	UX03328	UX03329			
Shipman	96	UX38205	UX38207	UX38208	UX38209	UX00095
Smith	64	UX05718				
Snow	198	UX51705	UX51704			
Turrentine	83	UX39284	UX39600			
Unrath	3	UX06060				
Willits	415	UX38300	UX38301	UX38302	UX38857	UX38858
Williams	208	UX38677	UX38679	UX38680	UX38678	
Zotovitch	67	UX51738				

9,458

All 8YDB to be assigned to 8Y89

All 8YPD to be assigned to 8Y89/8Y85 - need new 50% split/partnership agreement signed with Pat

Following accounts to be assigned to UXSD/UX85 - need new 50% split/partnership agreement signed with

Jarc	UX06594	UX06595			
Triplett	UX06951	UX06950	UX06952	UX06953	UX06954

Following accounts to be assigned to UX85/UX89 - need new 50% split/partnership agreement signed with

Clark	UX07268	UX07269	UX07270
Goguen	UX08224	UX08226	UX08225
Rasi	UX07086		

in UXDB just adjust split)

UX38051 5V37665

9 after initial production is complete

UX38854

Unknown

From: DeMocker, Steven
Sent: Tuesday, June 24, 2008 5:52 PM
To: VanSteenhuyse, James P.; Dirks, Tish
Cc: O'Non, Barbara; steven.democker@gmail.com
Subject: split agreement
Attachments: split worksheet final version.xls

Jim:

Barb and I have negotiated an agreement, and we'd like to execute this effective July 1. We're assuming you'd like a chance to review this before you approve. The numbers are in the attached worksheet. The highlights of the agreement are as follows:

> We've agreed to leave our two largest relationships - the Combs/Wilkinson family, and Margaret Stidworthy - in our existing UX-DB team number. I've agreed to change the split on this number to 50/50 for these accounts. We have further agreed that should this arrangement ever stop working for any reason, in the absence of another agreement, the split on these accounts will default to two-thirds/one-third in favor of the FA taking over primary responsibility. This pays the succeeding FA while protecting the relinquishing FA's investment in these relationships. It also reduces the incentive for either FA to "pull" on these clients.

> We've agreed Barb will start with an asset base of exactly 30% of our existing asset base, or about \$31mm, in accordance with our current 70/30 split. This 30% has been made up of the following;

- o all of our accounts in Surprise,
- o all of the accounts we share with Pat, with two exceptions,
- o Barb's share of the above "pool", and
- o about \$9.7mm in UX-DB clients to be re-assigned to Barb.


> At my meeting with you and David last week you suggested (I think it was a suggestion... if it was more, we need to know) that we keep a 99/1 split on all accounts except those in the 50/50 pool. Barb would prefer not to do this. On this point in particular, we understand we may not fully grasp the operational implications or the associated business risks of this break-up. So in our discussions Barb and I have generally agreed to defer to management on this question. We'd appreciate your input.

I'm in the office Wednesday morning until about 9 am. Then in Chicago through Friday, and on my cell. The new Blackberry I ordered (the day after I saw yours) is on the way, but in the meantime I'm using a personal laptop to check the "gmail" address above while on the road. Please let us know if you have input before Monday.

Thanks Jim.

<<split worksheet final version.xls>>

Steven DeMocker
Senior Vice President - Investments

2/22/2010 

UBS EM 035

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Unknown

From: DeMocker, Steven
Sent: Tuesday, June 24, 2008 6:13 PM
O'Non, Barbara
Cc: steven.democker@gmail.com
Subject: Executing this split
Attachments: split final version operations version.xls

Barb:

I've forwarded our split agreement to Jim for approval. Unless he makes changes, we can use the attached "operations" version of this agreement as a guide for re-assigning the specific accounts. You've agreed to match the household names on the attached worksheet with account numbers. Once you and I (and Jim, and whomever) agree we're good to go, you can forward this list plus account numbers to Sue for execution on Tuesday.

Please copy me on everything at the "gmail" address, and/or call my cell. Thanks.

<<split final version operations version.xls>>

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Senior Vice President - Investments

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UBS EM 037

2/18/2010 *dd*

Split worksheet by household

<u>remaining in UX-DB for now</u>	<i>approx household in \$,000's</i>
David & Cynthia Combs	5,805
Justin Wilkinson	3,234
Margaret Stidworthy	9,993
Elizabeth Oliver	1,165

<u>re-assign to UX-85; not 8Y-85</u>	
Backenstoe	93
Baker	112
Ball/Favour	1,039
Barclay	166
Bence	361
Blackburn	22
Brazil	19
Cowart	101
Cox	107
Crean	195
Dickinson	145
Durgin	411
Franks, Lydia	49
Gaughan	196
Head	98
Heckenliable	935
Hill	243
Hoffman/Milroy	413
Johl	582
Lavelly	312
Loughan	242
Macalinao	24
McMillen	178
Morgan/Watt	572
O'Non/Marcus	21
Oliver	1165
Pettijohn	536
Powers	58
Schlimgen	175
Shipman	96
Smith	64
Snow	199
Turrentine	83
Unrath	3
Willits	415
Williams	208
Zotovich	67

accounts in new split number - 50/50 between Steve & Pat

Jarc

Triplett

>>> all remaining 8Y-PD or UX-PD accounts, split changes to 50/50 between UX-85 & Pat

>>> all remaining 8Y-DB accounts are re-assigned to 8Y-85

>>> all remaining UX-DB accounts are re-assigned to UX-SD

Unknown

From: DeMocker, Steven
Sent: Monday, June 23, 2008 9:34 AM
O'Non, Barbara
Subject: RE: Beth's IRA

Of course, I have no desire to interfere if having you as her FA remains her decision. At this point, unless you're questioning my account of my conversation with her, the most recent instrx we have from her are that she wishes to put this question aside for now. To be clear, I have no interest in tugging on her or doing anything other than whatever she wants. My interest is in two things, in this order:

1. Get her invested, because that's the advice we've given her, that's the right move at this moment in this market, and because she's agreed we *should* execute asap. Her statement to you about holding off doing anything is old news, and has since been superseded in two different conversations with me within the past week.

And...

2. Share the initial production business between us - because we've both worked hard to get this client in, because I developed and closed her on her investment plan, and because you and I agreed we would share in production from her initial investments.

So how do you propose we accomplish these two goals? Any suggestions? Do we, as you say, continue to agree on investment advice - in particular, that we should not be sitting idle while the market is down, her cash is in, and she's told us to go for it...?


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UBS EM 040

2/20/2010 

From: O'Non, Barbara

Sent: Monday, June 23, 2008 9:17 AM

To: DeMocker, Steven

Subject: RE: Beth's IRA

Since she is going to be my client (as far as we know) I would prefer to be the one to contact her and make decisions as to investments in which accounts. Since we have agreed in the past as to investment advice, I am sure that will continue. I am also sure that you can understand my desire to place myself in her mind as the F.A.

Again, I have left messages for her to call me. Also, she has never indicated anything to me but that she wanted me to be her FA

From: DeMocker, Steven

Sent: Monday, June 23, 2008 9:12 AM

To: O'Non, Barbara

Subject: Beth's IRA

So, what's happening with the stocks in this account? We have both advised Beth all along to get her acct'd money invested asap into this market, and she has in turn issued instrx to both of us repeatedly over the past several days to do this as the money becomes available. If I understand what you've relayed about conversations you had with her a couple weeks ago, however, it sounds like it'd be wise for us to confirm that doing her buying also means taking out her existing positions.

On one hand Beth has said she'd like to leave aside the question of who her advisor will be for a few weeks. On the other hand, you and I have now agreed she will be on your list, and we've also agreed with David that we will not call clients "in contention." So does that mean it's up to you to clarify with her what we're doing today, so we can get this money invested?

Steven DeMocker
Senior Vice President - Investments

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UBS EM 041

2/20/2010

Unknown

From: O'Non, Barbara
Sent: Monday, June 23, 2008 8:00 AM
De: DeMocker, Steven
Cc: Morochnick, David; VanSteenhuysen, James P.; Dirks, Tish
Subject: RE: revised split proposal

Steve

Per our discussion this morning, I am willing to agree to your first two proposals. Also per our conversation, it is my understanding that neither one of us wants to continue in a 99%/1% split. Based on those understandings I will take your list and revise again towards something I am hopeful we can both agree to.

Barbara O'Non
Vice President Investments

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From: Steven DeMocker [mailto:steven.democker@gmail.com]
Sent: Saturday, June 21, 2008 3:12 PM
To: O'Non, Barbara; Barb home
Cc: DeMocker, Steven
Subject: revised split proposal

2/22/2010 *dh*

UBS EM 042

Barb:

Attached is my proposal. The notable changes and assumptions are:

> "it the Combs/Wilkinson/Stidworthy "pool" 50/50. That would seem to reduce the possibility that you'll become discontent with the split again in the future. It's worth it to me if it means we don't ever re-visit this.

> If cooperating on this "pool" doesn't work out for any reason, and we cannot negotiate anything else, I propose we have a fall-back agreement in place in which the split on this business would default permanently and non-modifiably to two-thirds/one-third in favor of whomever takes over as the sole FA. This provides adequate compensation for the inheriting FA, and protects the relinquishing FA's investment and continuing interest in this business. It also provides us both an incentive (if we even need one) to cooperate, and at least reduces somewhat the incentive for either of us to "pull" on any of these relationships against the other.

> I understand you're uncomfortable with the 99% / 1% split idea. While I think there are significant advantages to doing this, I'd also consider a compromise in which we set a "sunset" of 6 or 12 months on it - like having it expire on January 1 or something. The most obvious and immediate benefit of doing this, as Jim has suggested, is to smooth the client experience through the transition period, so after the dust has settled for a few months it might have less value than it does at the outset. It also makes it operationally more convenient to continue to help each other on existing relationships, but if you'd prefer not to leave ourselves that option we could just take this split off once clients are settled in after the change.

> Otherwise, I've done my best to agree to all of the clients you've put on your list. I can't agree to all of them because if we're splitting you half of the "pool" accounts, your list is almost \$2mm too high. On the second page of the spreadsheet you can see which clients I have reserved back off of your list. They're Prescott folks with whom, as far as I know, I continue to have a good relationship, and who I have no reason to think they'd want to be re-assigned to anyone or anywhere else. But if there's something you know that I don't, please let me know.

I would like to redeem ourselves somewhat by presenting management with a completed agreement, especially after Friday. We're hurting ourselves politically and that's worth something to both of us if we can get that stopped. I agree that it'd be best if we can agree on something this weekend.

I've been at this all day so I'm off to get some exercise. I'll check back later.

Steve

UBS EM 043

2/22/2010

Unknown

From: Steven DeMocker
Sent: Saturday, June 21, 2008 3:12 PM
O'Non, Barbara; Barb home
Cc: DeMocker, Steven
Subject: revised split proposal
Attachments: split worksheet for Steve and Barb 06 21.xls

Barb:

Attached is my proposal. The notable changes and assumptions are:

- > Split the Combs/Wilkinson/Stidworthy "pool" 50/50. That would seem to reduce the possibility that you'll become discontent with the split again in the future. It's worth it to me if it means we don't ever re-visit this.
- > If cooperating on this "pool" doesn't work out for any reason, and we cannot negotiate anything else, I propose we have a fall-back agreement in place in which the split on this business would default permanently and non-modifiably to two-thirds/one-third in favor of whomever takes over as the sole FA. This provides adequate compensation for the inheriting FA, and protects the relinquishing FA's investment and continuing interest in this business. It also provides us both an incentive (if we even need one) to cooperate, and at least reduces somewhat the incentive for either of us to "pull" on any of these relationships against the other.
- > I understand you're uncomfortable with the 99% / 1% split idea. While I think there are significant advantages to doing this, I'd also consider a compromise in which we set a "sunset" of 6 or 12 months on it - like having it expire on January 1 or something. The most obvious and immediate benefit of doing this, as Jim has suggested, is to smooth the client experience through the transition period, so after the dust has settled for a few months it might have less value than it does at the outset. It also makes it operationally more convenient to continue to help each other on existing relationships, but if you'd prefer not to leave ourselves that option we could just take this split off once clients are settled in after the change.
- > Otherwise, I've done my best to agree to all of the clients you've put on your list. I can't agree to all of them because if we're splitting you half of the "pool" accounts, your list is almost \$2mm too high. On the second page of the spreadsheet you can see which clients I have reserved back off of your list. They're Prescott folks with whom, as far as I know, I continue to have a good relationship, and who I have no reason to think they'd want to be re-assigned to anyone or anywhere else. But if there's something you know that I don't, please let me know.

I would like to redeem ourselves somewhat by presenting management with a completed agreement, especially after Friday. We're hurting ourselves politically and that's worth something to both of us if we can get that stopped. I agree that it'd be best if we can agree on something this weekend.

I've been at this all day so I'm off to get some exercise. I'll check back later.

Steve

UBS EM 044

split worksheet for Steve & Barb - version June 21

AUM calculation			<i>in \$,000's</i>		
UX DB					
	today	93,925			
	acat'ing in	625			
	acat'ing out	2,713			
	adjusted sub-total		91,837		
UX SD					
	today	186			
	acat'ing in	30			
	acat'ing out	164			
	adjusted sub-total		52		
8Y DB					
	today	10,112			
	acat'ing in	0			
	acat'ing out	420			
	adjusted sub-total		9,692		
UX PD					
	today	3,171			
	acat'ing in	0			
	acat'ing out	0			
	split to Pat	50%			
	adjusted sub-total		1,586		
8Y PD					
	today	2,939			
	acat'ing in	0			
	acat'ing out	129			
	split to Pat	50%			
	adjusted sub-total		1,405		
		adjusted total:	>>>		104,572
AUM to Barb				<i>split</i>	<i>AUM</i>
8YDB			9,692	99%	9,595
all - PD @ 50%			2,991	99%	2,961
re-assigned from UXDB			8,485	99%	8,400
"pool" accounts			19,033	50%	9,517
from UXDB split			91,837	1%	918

	total value of list:	>>>		31,391
	target:	>>>		31,371
	additional assets needed, or (over-allocation):	>>>		(19)

Unknown

2-17-10
21d

From: DeMocker, Steven
Sent: Saturday, June 21, 2008 11:53 AM
To: steven.democker@gmail.com
Subject: Barb's original June 16 list

Steven DeMocker
Senior Vice President - Investments

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-----Original Message-----

From: O'Non, Barbara
Sent: Monday, June 16, 2008 10:23 AM
To: DeMocker, Steven
Cc: Morochnick, David
Subject:

The following is the list and split I have prepared this afternoon for your review over the weekend:

Current numbers:	8YDB	\$9,009,323
	PD	3,004,563

UBS EM 047

2/17/2010

UXDB 92,604,202

TOTAL \$104,618.088

30% \$31,385,426

All split numbers adjusted for client departures as we have previously discussed.

It is my understanding that 8YDB and PD accounts would be assigned to me, they total \$12,013,886

Remaining adjustment from UXDB would be \$19,371,540.

The following list of clients falls within that parameter:

Backenstoe, Baker, Ball, Barclay, Bence, Blackburn, Brazil, Cowart, Cox, Crean, Dickinson, Durgin, Favour, Lydia Frank, Gaughan, Goguen, Guinn, Head, Heckenliable, Hill, Johl, Lavelly, Loughnan, Macalinao, Marcus, Milroy, Morgan, O'Non, Oliveria, Pettijohn, Powers, Ross, Schlimgen, Shipman, Smith, Snell, Snow, Stidworthy, Turrentine, Unrath, Watt, Williams, Willits, Wolfe, Zotovich.

The total for these households is \$19,430,284.

I just realized that Goguen should be under the PD number as she was acquired through one of Pat's classes. Her accounts total \$78,464. I have not re-run the numbers, but that should not skew things too much.

Thank you for your consideration.

Barbara O'Non
Vice President Investments

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2/17/2010

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UBS EM 049

2/17/2010

Unknown

From: DeMocker, Steven
Sent: Friday, June 20, 2008 5:59 PM
steven.democker@gmail.com
Subject: Proposed division of accounts

Barb, David, & Jim:

Attached is an Excel spreadsheet describing a proposed division of Barb and my asset base. It reflects the following:

> The biggest unresolved issue for us and for the firm is how best to preserve our relationship with the Combs/Wilkinson family. They're our highest NW client, we both have a decade-long personal and professional relationship with them, and their roots and their summer home are here in Prescott.

These two households are together entitled to sale proceeds of \$36,250,000, plus interest, paid out over 7 years. The first payments aggregate to \$9mm so far. The remaining 4 p & i payments will be almost \$8mm each from 2009 to 2012.


By 2012, at our team's historical ROA, these accounts will be generating at least \$500,000 a year in gross production. In addition, the other extended family members in the selling group are receiving the balance of over \$110mm in sale proceeds, and are an incredible referral opportunity if we can only continue to build the Combs' confidence in us and UBS.

G. As what's at stake, we should neither jeopardize this business, nor should either one of us receive the sole benefit of it, by one of us "pulling" now or in the future on these accounts. The fair way to do this appears to be to simply continue splitting this production for as long as we can keep these clients. Barb and I have already tentatively agreed on changing our current split on these accounts from 70/30, to 60/40. I would propose further that in the event either of us feel we can't work together to serve these clients, the split would default to a two-thirds/one-third split in favor of whomever becomes the sole FA for these accounts. That way, the FA assuming primary responsibility will be compensated for the on-going workload, while the relinquishing FA would continue to be compensated for their investment. This greatly reduces the incentive either of us would have to "pull" on these clients in the future.

> Secondly, we have an elderly HNW client - Peggy Stidworthy - who has \$10.1mm with us. While Peggy lives in Prescott, she has bonded more with Barb. Peggy mostly owns stocks and she resists making changes, so these assets are relatively unproductive. Half of this money is in a CRUT that will mature and go away at Peggy's death. Barb doesn't wish to have Peggy's 10mm re-assigned to her, because it would take up a third of her 30% share of our assets. She has therefore proposed that Peggy's accounts go into the "pool" along with the Combs/Wilkinson accounts. I'd be fine with that, under the terms I've described above for that on-going "pool".

> Jim's idea of retaining a 99% / 1% split on all of our remaining accounts seems a good way of minimizing the disruption for our clients and the business risk to us and the firm. I've incorporated it into the attached spreadsheet. If it doesn't work out we've at least given clients longer to adjust to this transition before they stop seeing both Advisors on their statements. A secondary benefit is that if any of the clients being re-assigned to Barb turn out to be uncomfortable with this change, it would be easy to reverse it by switching the split back the other way without actually having moved the client anywhere. Then we re-assign

UBS EM 050

2/19/2010 

someone else instead, also by simply switching the split on their accounts the other way. We just continue to make re-assignments to Barb until she has stabilized with a full 30% share of assets.

Steven DeMocker
Senior Vice President - Investments

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<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

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Unknown

From: Bertenshaw, Patrick
Sent: Friday, June 20, 2008 4:29 PM
DeMocker, Steven; O'Non, Barbara
Subject: RE: Berkenkamp (281)

Great, I will have Karen submit the ACAT next Friday for a full transfer of the Northern Trust IRA account.

Barb will you please organize the team agreement for the 1/3 split for Berkenkamp - so we can all sign it.

FYI - Steve, I have told Barb but I just wanted to be clear with everybody, I am comfortable with the 1/3 split on Berkenkamp only and would not be on the other account we share.

Thanks very much and have a great weekend!

Patrick Bertenshaw, CFP
Account Vice President
Advisory & Brokerage Services
UBS Financial Services, Inc.

patrick.bertenshaw@ubs.com

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Fax 602-957-5150
Toll Free 800-247-1754

Surprise Office:
12515 W. Bell Road, Suite 140
Surprise, AZ 85374
Phone 623.815.8700


-----Original Message-----

From: DeMocker, Steven
Sent: Friday, June 20, 2008 3:33 PM
To: O'Non, Barbara
Cc: Bertenshaw, Patrick
Subject: RE:

Of course, if that is what appears to be best for this client, I'm happy to remain on this account. Thank you for contacting Fred.

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
1560 Plaza West Drive
Prescott, AZ 86303

2/20/2010 

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-----Original Message-----

From: O'Non, Barbara
Sent: Friday, June 20, 2008 3:31 PM
To: DeMocker, Steven
Cc: Bertenshaw, Patrick
Subject:

I just spoke to Fred Berkenkamp - he has agreed to have the ACAT of his IRA submitted next Friday. I do not have stmts, but I believe that account was worth \$1mm +/- Steve we need a decision from you about your willingness to work on this account in an even 3 way split?

Thanks,

Barbara O'Non
Vice President Investments

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12515 West Bell Road
Surprise, AZ 85374
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800-754-7103
623-972-9428 (fax)
barbara.onon@ubs.com

<http://financialservicesinc.ubs.com>

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2/20/2010

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UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

Unknown

From: O'Non, Barbara
Sent: Friday, June 20, 2008 3:31 PM
De: DeMocker, Steven
Cc: Bertenshaw, Patrick
Subject: Untitled (287)

I just spoke to Fred Berkenkamp - he has agreed to have the ACAT of his IRA submitted next Friday. I do not have stmts, but I believe that account was worth \$1mm +/- . Steve we need a decision from you about your willingness to work on this account in an even 3 way split?

Thanks,

Barbara O'Non
Vice President Investments

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UBS EM 055

2/22/2010 *dh*

Unknown

From: DeMocker, Steven
Sent: Friday, June 20, 2008 2:17 PM
O'Non, Barbara
Subject: RE: (291)

My list will reflect a full 30% allocation to you. I'll let you know when it's done.

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
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Prescott, AZ 86303
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-----Original Message-----

From: O'Non, Barbara
Sent: Friday, June 20, 2008 2:09 PM
To: DeMocker, Steven
Subject:

Per your conversation with the Snell's, please remove them from my list - no assets need to be filled in to make up the difference.

Thank You

Barbara O'Non
Vice President Investments

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2/20/2010

Unknown

From: O'Non, Barbara
Sent: Friday, June 20, 2008 2:09 PM
To: DeMocker, Steven
Subject: Untitled (292)

Per your conversation with the Snell's, please remove them from my list - no assets need to be filled in to make up the difference.

Thank You

Barbara O'Non
Vice President Investments

UBS Financial Services, Inc.
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2/22/2010 *ad*

UBS EM 058

Unknown

From: DeMocker, Steven
Sent: Friday, June 20, 2008 12:00 PM
To: O'Non, Barbara
Subject: RE: Cleaned up version - sorry too quick on the send button

Thanks. Just off the phone. I'll finish my version and be in touch.

Steven DeMocker
Senior Vice President - Investments

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-----Original Message-----

From: O'Non, Barbara
Sent: Friday, June 20, 2008 11:43 AM
To: DeMocker, Steven
Cc: Morochnick, David
Subject: Cleaned up version - sorry too quick on the send button

Steve -

Based on today's numbers, the total split amount to me is \$31,322,444. After all accounts in 8YDB, PD and the 40% split of Combs, Wilkinson & Stidworthy, my math computes to \$11,747,167 to me from UXDB. If you have a discrepancy with that number let me know. Today on ConsultWorks my assets under management are listed as \$34,358,242 (including credit lines). I did not include the accounts listed under UXSD in my computation. The proposed list of clients adds up to \$11,530,312, and I am content with this list. I believe that the people from Prescott on this list will want to be with me no matter where I am sitting most days, and as previously discussed, I am hopeful I can meet with them as necessary in the Prescott branch. I have some reservations to the proposed 99%/1% that has been suggested by Jim, but we will need to have further discussions with regard to that issue.

Baronstoe
Ba
Ball
Barclay
Bence

2/20/2010

UBS EM 059

.Blackburn
Brazil
Coward
Cox
Crean
Di son
Durgin
Favour
Frank L
Franks (all)
Gaughan
Head
Heckenliable
Hill
Hoffman
Johl
Lavelly
Loughnan
Macalinao
Marcus
McMillen
Milroy
Morgan
O'Non
Oliver (+\$625 based on assets still in transit) Pettijohn Powers Schlimgen Shipman Smith Snell Snow Sparks
Turrentine
Unrath
Watt
W ns
Wilms
Zotovich

Please respond as soon as possible.

Thank you,

Barbara O'Non
Vice President Investments

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UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

UBS EM 061

2/20/2010

Unknown

From: O'Non, Barbara
Sent: Friday, June 20, 2008 11:35 AM
To: DeMocker, Steven
Cc: Morochnick, David
Subject: Untitled (298)

Steve -

Based on today's numbers, the total split amount to me is \$31,322,444. After all accounts in 8YDB, PD and the 40% split of Combs, Wilkinson & Stidworthy, my math computes to \$11,747,167 to me from UXDB. If you have a discrepancy with that number let me know. Today on ConsultWorks my assets under management are listed as \$34,358,242 (including credit lines). I did not include the accounts listed under UXSD in my computation. The proposed list of clients adds up to \$11,530,312, and I am content with this list. I believe that the people from Prescott on this list will want to be with me no matter where I am sitting most days, and as previously discussed, I am hopeful I can meet with them as necessary in the Prescott branch. I have some reservations to the proposed 99%/1% that has been suggested by Jim, but we will need to have further discussions with regard to that issue.

The following accounts would amount to \$11,530,312, and were put on my list because they were out of town or in Prescott, but use to meeting with me:

Backenstoe
Baker
Ball
Barclay
Bence
Blackburn
Braxton
Cooper
Cox
Crean
Dickinson
Durgin
Favour
Frank L
Franks (all)
Gaughan
Head
Heckenliable
Hill
Hoffman
Johl
Lavelly
Loughnan
Macalinao
Marcus
McMillen
Milroy
Morgan
O'Non
Oli - (+\$625 based on assets still in transit)
Pe.
Powers
Schlimgen
Shipman

2/22/2010

UBS EM 062

Smith
Snell
Snow
Sparks
Turrentine
Ur
Wall
Williams
Willits
Zotovich

Please respond as soon as possible.

Thank you,

Barbara O'Non
Vice President Investments

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UBS EM 063

2/22/2010

Unknown

From: O'Non, Barbara
Sent: Wednesday, June 18, 2008 11:57 AM
De: DeMocker, Steven
Subject: Untitled (351)

P.S. Thanks for staying engaged this morning for what felt like some good negotiations as we go forward. I appreciate your willingness to keep working on this.

Barbara O'Non
Vice President Investments

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2/22/2010

Unknown

From: Bertenshaw, Patrick
Sent: Friday, July 18, 2008 11:09 AM
Young, Sue A.; O'Non, Barbara; DeMocker, Steven
Subject: RE: Confirmation on request

Ok to change Berkenkamp accounts only. Thanks

From: Young, Sue A.
Sent: Friday, July 18, 2008 9:25 AM
To: O'Non, Barbara; DeMocker, Steven; Bertenshaw, Patrick
Subject: RE: Confirmation on request

Ok, as soon as I get an ok to change from Steve & Pat as well I will set up a new broker number

Sue A. Young

Branch Office Administrator

UBS Financial Services Inc.

2555 E. Camelback Rd. Ste 600

Phoenix, AZ 85016

Tel: (602) 957-5193

(800) 247-1754

Fax: (602) 912-2585

sue.young@ubs.com

From: O'Non, Barbara

Sent: Friday, July 18, 2008 9:21 AM

To: Young, Sue A.; DeMocker, Steven; Bertenshaw, Patrick

Subject: RE: Confirmation on request

This one client will need his own FA ID number - UXPD, 8YPD will be kept as it for now, but this account needs to be separated

From: Young, Sue A.

Se Friday, July 18, 2008 9:09 AM

To: O'Non, Barbara; DeMocker, Steven; Bertenshaw, Patrick

2/20/2010 

UBS EM 065

Subject: Confirmation on request

David gave me a request to change the split % on THE Berkenkamp accounts--UX-08398 and UX-07510. I cannot change one client in UX-PD without changing them all. Please advise if you want all UX-PD changed to 34%-UX-SD, 33% -UX-85, and 33%--UX-89 or keep it as it is.

Thanks

Sue A. Young

Branch Office Administrator

UBS Financial Services Inc.

2555 E. Camelback Rd. Ste 600

Phoenix, AZ 85016

Tel: (602) 957-5193

(800) 247-1754

Fax: (602) 912-2585

sue.young@ubs.com

UBS EM 066

2/20/2010

Unknown

From: O'Non, Barbara
Sent: Tuesday, June 17, 2008 9:26 AM
To: DeMocker, Steven
Cc: Morochnick, David; Nin, Ann A.
Subject: RE: Corrected version

Ann Nin is the H.R. person who was contacted when Don was brought into the picture.

From: DeMocker, Steven
Sent: Tuesday, June 17, 2008 9:24 AM
To: O'Non, Barbara
Cc: Morochnick, David; Nin, Ann A.
Subject: RE: Corrected version

If you and I have accomplished as much as we can at this point, it sounds like it's time to sit with management and get this done. I'll contact David to see if we can schedule something soon. In the meantime, I'm not aware of who Ann Nin is or the extent to which I'm supposed to be including her in our communications. Perhaps you or someone else can clarify?

Steven DeMocker
Senior Vice President - Investments

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From: O'Non, Barbara
Sent: Tuesday, June 17, 2008 8:35 AM
To: DeMocker, Steven
Cc: Morochnick, David; Nin, Ann A.
Subject: RE: Corrected version

Steve -

2/20/2010

UBS EM 067

I am not interested in entering an e-mail battle with you over this division. I am asking you to stop the accusations and innuendoes about what you believe has happened with clients. Beth and Becky have not been alienated from you. It has always been my assumption that Becky would come with you because you have been life time friends. You know what has caused a difficulty in your friendship, and it isn't me. It is my believe that Becky expects and would want to stay with you as her advisor, aside from the personal problems between you. Beth is in a personal relationship with someone I will have no further affiliations with. So unless that changes, I will not handle her accounts

Your list has a few problems in it which I will address with a revised list. You have split family members up between you and me. I thought we had agreed that family members would stay intact. As to Peggy, she was referred to our office, but we both know she only meets with me. Clients location in Prescott is not a problem for me - I have driven up there for years. Peggy in particular calls me in Surprise and lets me know when she would like to meet (about once a month) so she is already use to my being in a different location. There are clients in Prescott who are on your list that over the years have met with me primarily and will not be happy to lose their relationship with me and the trust in my advice that has developed over the years, regardless of where I sit. As you and I have discussed, I can work around your scheduled time in the office in Prescott if it is too uncomfortable to be their at the same time, assuming I can use an empty office on occasion. I am also more that willing to meet with these clients wherever might be convenient for them.

I appreciate your realization that anything that would be between us (especially the clients listed) should be split 50/50, but I am not willing to collaborate on any business based on the events of the last several weeks. I am not interested in what might happen with the Combs or any other client as we go forward. I would like the calculation done on today's value - as you know the Comb's deal has been in default twice already.

I will spend some more time reviewing and revising you proposal, so that at least family households stay in the same office. It is my believe that this needs to be the last go around on this, and I am hopeful management will intervene to help bring closer to this process. We both have things to do that will be better for us and this client base.

Barbara O'Non
Vice President Investments

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UBS Financial Services Inc.

UBS International Inc.

2/20/2010

UBS EM 068

From: DeMocker, Steven
Sent: Monday, June 16, 2008 5:42 PM
To: O'Non, Barbara
Cc: Morochnick, David
Subject: Corrected version

Here's a better version. I had over-stated my remaining non-pooled assets, thereby over-stating the split to you in the event we agree on the idea of using a 99/1 split to leave all of our clients essentially undisturbed. You were also still short 24m so I added the Macalinao's, who were on your proposed list. They happen to be worth exactly the amount needed. This proposal lands on your 30% to the dollar.

I wanted also to explain why I didn't simply use your proposed list of clients, and in particular why I disagree so strongly with splitting the Combs to me and Peggy to you. First of all, splitting the Combs to me is no more fair than it would be for us to split them to you. They're in the midst of a multi-year sale contract that will add \$25mm to the family's accounts over the next 4 years. We've both put a lot into our relationship with them, and you should share in that business in the coming years. You've noticed, I'm sure, that I've offered to split this future business 50/50.

Secondly, unless there's still more going on here of which I'm not aware, it is clearly not in Peggy's best interests to be serviced from Surprise. She was referred to this office and clearly appreciates the ability to co. in here to meet. Re-assigning her to Sun City would seem to place unnecessary stress on a \$10mm relationship.

Finally, while the Prescott clients you've listed might not *object* to having their accounts moved out of town, I'm not aware of any reason why they would *prefer* that. There are clients with whom you are friends, such as Watt, Favour, and so on, and they may well prefer to move with you. There are also clients from whom you have alienated me, like Becky Sparks and Beth Oliver. These relationships can only go one place at this point, regardless of where they live, so I've agreed to list them for re-assignment. But for any Prescott clients who aren't your friends, and from whom I'm not suddenly estranged, it would still appear to be in their best interests to remain clients of this office. So if there's something I'm missing, please let me know. Otherwise, they should stay here. There are enough clients who aren't local to easily hit the number we need to re-assign.

It occurs to me that a worthwhile advantage of using the 99% / 1% split on all non-pool accounts, is that if any of our assumptions turn out to be wrong, and when the dust settles one or the other of us don't have their fair split of assets, it would be simple to re-assign the split on other accounts and adjust accordingly without bothering the clients much either way. It also provides a mechanism whereby for some period after we split up we can each still help out with any account, thereby smoothing the clients' experience of this transition. We're always free to take stronger steps down the road if it becomes important to divide and re-assign accounts more irrevocably.

<\\file: split worksheet for Steve and Barb 061608.xls >>

Let me know if you'd like me to walk you through the calculations in this spreadsheet.

UBS EM 069

2/20/2010

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: DeMocker, Steven
Sent: Tuesday, June 17, 2008 8:16 AM
O'Non, Barbara
Subject: Corrected spreadsheet
Attachments: split worksheet for Steve and Barb 061708.xls

<<split worksheet for Steve and Barb 061708.xls>>

Steven DeMocker
Senior Vice President - Investments

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split worksheet for Steve & Barb - corrected version June 17

Team AUM calculation		<i>in \$,000's</i>	<i>split</i>	<i>AUM</i>
UX DB				
	today	94,471		
	known leaving	3,381		
	adjusted sub-total	91,090		
UX SD				
		22		
8Y DB				
	today	10,389		
	known leaving	498		
	adjusted sub-total	9,891		
UX/8Y PD				
	today	6,135		
	known leaving	0		
	split w/Pat	50%		
	sub-total	3,068		
adjusted team total:		>>>		104,071
AUM to Barb calculation			<i>split</i>	<i>AUM</i>
all 8Y- and -PD accounts		12,959	99%	12,829
re-assigned UXDB accounts		8,201	99%	8,119
continuing pooled accounts		19,285	50%	9,643
from Steve's remaining non-pooled assets		63,626	1%	636
total value of list:		>>>		31,227
target:		>>>		31,221
additional assets needed:		>>>		(6)

Unknown

2-18-10

dh

From: DeMocker, Steven
Sent: Monday, June 16, 2008 5:42 PM
O'Non, Barbara
Cc: Morochnick, David
Subject: Corrected version
Attachments: split worksheet for Steve and Barb 061608.xls

Here's a better version. I had over-stated my remaining non-pooled assets, thereby over-stating the split to you in the event we agree on the idea of using a 99/1 split to leave all of our clients essentially undisturbed. You were also still short 24m so I added the Macalinao's, who were on your proposed list. They happen to be worth exactly the amount needed. This proposal lands on your 30% to the dollar.

I wanted also to explain why I didn't simply use your proposed list of clients, and in particular why I disagree so strongly with splitting the Combs to me and Peggy to you. First of all, splitting the Combs to me is no more fair than it would be for us to split them to you. They're in the midst of a multi-year sale contract that will add \$25mm to the family's accounts over the next 4 years. We've both put a lot into our relationship with them, and you should share in that business in the coming years. You've noticed, I'm sure, that I've offered to split this future business 50/50.

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It occurs to me that a worthwhile advantage of using the 99% / 1% split on all non-pool accounts, is that if any of our assumptions turn out to be wrong, and when the dust settles one or the other of us don't have their fair split of assets, it would be simple to re-assign the split on other accounts and adjust accordingly without bothering the clients much either way. It also provides a mechanism whereby for some period after we split up we can each still help out with any account, thereby smoothing the clients' experience of this transition. We're always free to take stronger steps down the road if it becomes important to divide and re-assign accounts more irrevocably.

<<split worksheet for Steve and Barb 061608.xls>>

Let me know if you'd like me to walk you through the calculations in this spreadsheet.

UBS EM 073

2/18/2010

Steven DeMocker
Senior Vice President - Investments

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UXDB accounts leaving or being fired due to ARS, death, etc.

Bosick
Byrd
Critelli
Dalton
Hanna
Hipskind
Innis
Koelle
McEwen
Phillips
Staudacher

proposed continuing split pool

Combs	5,936
Stidworthy	10,111
Wilkinson	3,238
	<hr/>
	19,285

proposed re-assignment to Barb

Backenstoe
Ball
Barclay
Bence
Blackburn
Brazil
Carr
Coward
Durgin
Favour
Frank, Lydia
Franks, all
Gaughan
Guinn
Head
Heckenliable
Johl
Lavelly
Macalinao
Marcus
Morgan
O'Non
O'Sullivan
Oliviera
Oliver
Powers
Shipman

plus 1mm

Unknown

From: DeMocker, Steven
Sent: Tuesday, June 17, 2008 8:14 AM
O'Non, Barbara
Subject: correction

I found an error in the formula in one of the cells in the spreadsheet I sent you yesterday. It wasn't adding in the 1% split to you of my remaining UXDB accounts, and this in turn resulted in re-assigning you about 600m too much in assets. I understand we have yet to agree on whether we'll continue to split revenue on some accounts, and that we may need to sit down with Jim and David to get a final agreement done, but in the meantime this version of the spreadsheet is meant to reflect what the 99/1 idea might look like, so it needs to be accurate.

I adjusted for the error by backing the two Snell households out and leaving them with me - at 1,029m - and putting Henry back to you (from your proposed list) - at 416m - and the number settled back to being close enough. Your list would be only slightly too high.

Steven DeMocker
Senior Vice President - Investments

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UBS EM 077

2/18/2010 *sd*

Unknown

From: O'Non, Barbara
Sent: Monday, June 16, 2008 10:23 AM
To: DeMocker, Steven
Cc: Morochnick, David
Subject: Untitled (385)

The following is the list and split I have prepared this afternoon for your review over the weekend:

Current numbers:	8YDB	\$9,009,323
	PD	3,004,563
	UXDB	92,604,202
	TOTAL	\$104,618,088
	30%	\$31,385,426

All split numbers adjusted for client departures as we have previously discussed.

It is my understanding that 8YDB and PD accounts would be assigned to me, they total \$12,013,886

Remaining adjustment from UXDB would be \$19,371,540.

The following list of clients falls within that parameter:

Backenstoe, Baker, Ball, Barclay, Bence, Blackburn, Brazil, Cowart, Cox, Crean, Dickinson, Durgin, Favour,
Lydia Frank, Gaughan, Goguen, Guinn, Head, Heckenliable, Hill, Johl, Lavelly, Loughnan, Macalinao, Marcus, Milroy, Morgan,
O'Non, Oliveria, Pettijohn, Powers, Ross, Schlimgen, Shipman, Smith, Snell, Snow, Stidworthy, Turrentine, Unrath, Watt, Williams, Willits,
Wolfe, Zotovich.

The total for these households is \$19,430,284.

I just realized that Goguen should be under the PD number as she was acquired through one of Pat's classes. Her accounts total \$78,464. I have not re-run the numbers, but that should not skew things too much.

Thank you for your consideration.

Barbara O'Non
Vice President Investments

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UBS EM 078

2/22/2010 dA

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UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

Unknown

From: DeMocker, Steven
Sent: Monday, June 16, 2008 8:28 AM
O'Non, Barbara
Cc: Morochnick, David
Subject: Untitled (386)

Barb:

Despite the revelations that have, I will admit, taken me by surprise in the past few days, I would like to be clear on something. I remain proud of the work you and I have done for our clients, and grateful for the ways you have stood by me in such indispensable ways as we built such a successful business first at AG Edwards, and then even more so here at UBS. I choose to interpret your willingness to undermine me over the past months with our clients and prospects, and to injure me personally and socially, as a response to the pain of ending such a long and important relationship.

My request this morning is simply that you do your best to refrain from doing further damage to our clients, our business, and both of our professional reputations. My hope is that we can instead support each other going forward in ways that are reflective of the affection and respect that have characterized our relationship for so many years. My commitment will be to continue to be guided first and foremost by whatever will best serve the interests of our clients.

I wish you the best.

Steven DeMocker
Senior Vice President - Investments

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UBS EM 080

2/22/2010

Unknown

From: Steven DeMocker
Sent: Saturday, June 14, 2008 12:20 AM
DeMocker, Steven
Subject: split worksheet
Attachments: split worksheet for Steve and Barb.xls

split worksheet for Steve and Barb			
			<i>in \$,000's</i>
calculation of Team AUM			
UX DB			
	today	95,113	
	known leaving	2,102	
	sub-total		93,011
UX SD			
			22
8Y DB			
	today	10,636	
	known leaving	832	
	sub-total		9,804
UX/8Y PD			
	today	6,636	
	known leaving	0	
	split	50%	
	sub-total		3,318
		106,155	total AUM
calculation of AUM to Barb			
all 8Y- and -PD accounts			
			13,122
shared accounts			
	today	19,978	
	split to Barb	40%	
	sub-total to AUM		7,991
	target:		31,847
	add'l assets needed:		10,733
assets on push list			
			0
			(10,733)

Unknown

From: O'Non, Barbara
Sent: Friday, June 13, 2008 4:14 PM
DeMocker, Steven
Subject: Untitled (388)

The following is the list and split I have prepared this afternoon for your review over the weekend:

Current numbers:	8YDB	\$9,009,323
	PD	3,004,563
	UXDB	92,604,202
	TOTAL	\$104,618,088
	30%	\$31,385,426

All split numbers adjusted for client departures as we have previously discussed.

8YDB and PD accounts total \$12,013,886

Remaining adjustment from UXDB would be \$19,371,540.

The following list of clients falls within that parameter:

ackenstoe, Baker, Ball, Barclay, Bence, Blackburn, Brazil, Cowart, Cox, Crean, Dickinson, Durgin, Favour,
Lydia Frank, Gaughan, Goguen, Guinn, Head, Heckenliable, Hill, Johl, Lavelly, Loughnan, Macalinao, Marcus, Milroy, Morgan,
O'Non, Oliveria, Pettijohn, Powers, Ross, Schlimgen, Shipman, Smith, Snell, Snow, Stidworthy, Turrentine, Unrath, Watt, Williams, Willits,
Wolfe, Zotovich.

The total for these households is \$19,430,284.

Thank you for your consideration.

Barbara O'Non
Vice President Investments

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UBS EM 083

2/22/2010

dd

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UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

Unknown

From: DeMocker, Steven
Sent: Thursday, June 12, 2008 5:32 PM
DeMocker, Steven
Subject: Please review 'split worksheet for DB team'
Attachments: split worksheet for DB team1.xls

Please review the attached document.

split worksheet for -DB team			
			<i>in \$,000's</i>
Team AUM calculation			
UX DB			
	today	95,113	
	known leaving	1,307	
	sub-total		93,806
UX SD			
			22
8Y DB			
	today	10,636	
	known leaving	0	
	sub-total		10,636
UX/8Y PD			
	today	6,636	
	known leaving	0	
	split	50%	
	sub-total		3,318
			107,782
			total AUM
AUM to Barb calculation			
all 8Y- and -PD			13,954
pool			
	today	21,822	
	split	40%	
	sub-total		8,729
additional push			10,638
		total list:	33,321
		target:	32,335
			-986 result

Subject: RE: Richey

Thanks. I would prefer when my clients call if you would simply refer them to me, rather than schedule them for anything, okay?

Steven DeMocker
Senior Vice President - Investments

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steven.democker@ubs.com

<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

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From: O'Non, Barbara
Sent: Tuesday, July 01, 2008 7:37 AM
To: DeMocker, Steven
Subject: RE: Richey

Yes, but they will be staying with you - they need to be converted to PACE and haven't had an account review in well over a year.

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 7:36 AM
To: O'Non, Barbara
Subject: Richey

Did you make the appt with the Richey's?

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
1560 Plaza West Drive
Prescott, AZ 86303
928-541-5080
928-541-5099 fax
800-436-9097
steven.democker@ubs.com

UBS EM 088

2/22/2010

Unknown

From: SH-Net New Net Now on behalf of Watkins, Rusty
Sent: Tuesday, June 03, 2008 8:47 AM
Wakefield, Brooke; SH-Net New Net Now
Cc: DeMocker, Steven; O'Non, Barbara
Subject: RE: Revoking team election form request

Brooke,

I will update this for our records. Thank you for notifying us.

-----Original Message-----

From: Wakefield, Brooke
Sent: Monday, June 02, 2008 5:59 PM
To: SH-Net New Net Now
Cc: DeMocker, Steven; O'Non, Barbara
Subject: Revoking team election form request

Hi,

I would like to confirm that you received a fax revoking a team election form for Barbara O'Non and Steve DeMocker. The team has disbanded since their Election Form was submitted on May 21. Their FA #'s are:

8YSD
8Y85
UXC7
U7

Please confirm that their Net New Net Now team election will be revoked.

Thank you,
Brooke

Brooke Wakefield
Client Service Associate
UBS Financial Service, Inc.
1560 Plaza West Drive
Prescott, AZ 86303
(928) 541-5080
(928) 541-5099 fax
(800) 436-9097
brooke.wakefield@ubs.com

2/22/2010

UBS EM 087

Unknown

From: DeMocker, Steven on behalf of Wakefield, Brooke
Sent: Friday, May 16, 2008 10:40 AM
Bertenshaw, Patrick; O'Non, Barbara; DeMocker, Steven
Subject: Steve, Barb & Pat: Conference call to talk about split accounts
Attachments: meeting-361878936.ics

When: Monday, May 19, 2008 1:00 PM-1:30 PM (GMT-07:00) Arizona.

~~*~*~*~*~*~*~*~*

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Unknown

From: DeMocker, Steven
Sent: Friday, May 16, 2008 10:13 AM
Bertenshaw, Patrick; O'Non, Barbara; Wakefield, Brooke
Subject: Let's schedule a conference call

Pat & Barb:

I think we need to talk about our split of UXPD and 8YPD business. I know I need to talk about it before meeting with Fred Berkenkamp. I'm asking Brooke to set us up for 20-30 minutes on the phone either today or Monday.

Steven DeMocker
Senior Vice President - Investments

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Unknown -

From: DeMocker, Steven
Sent: Friday, May 09, 2008 12:49 PM
Johnlodgefarmer@gmail.com
Subject: RE: (659)

Yeah, that's the thought-for-the-day, for sure: I'm gathering this all into MY hands, and deciding what this needs to look like for me and our clients. People can line up around that, or not. And thanks. The dog thing is indeed deep. :-)

Steven DeMocker
Senior Vice President - Investments

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-----Original Message-----

From: johnlodgefarmer@gmail.com [mailto:johnlodgefarmer@gmail.com]
Sent: Friday, May 09, 2008 12:43 PM
To: DeMocker, Steven
Subject: Re:

Sounds like you got a lot on your plate... A friend sent me an email the other day that said handle stress like a dog. If you can't hump it or eat it, pee on it and walk away. Deep.... Hope things work for the team... Most of them fail sounds like. Don't let anyone make decisions for you!

S from my Verizon Wireless BlackBerry

-----Original Message-----

From: steven.democker@ubs.com

UBS EM 092

2/20/2010

JK

Date: Fri, 9 May 2008 14:48:11
To: <Johnlodgefarmer@gmail.com>
Subject: RE:

John:

Blackberry, huh... Show off!

Things are a little tense with management regarding this lingering uncertainty around the team, and around staffing issues for the Prescott and Sun City offices. David has called for a summit of sorts next Wednesday with me, Barb, and UX management. I'm facing what I think will be a constructive and key moment in determining how our team and the Prescott business will look for the next year or two. That this is being brought to a head by the team issue and the Brooke issue is all good, but the timing for me could be a little better. I'm jamming on trial prep. I'm doing CSA stuff for half my day. And I'm answering the phones. Oh, and I'm trying to be an FA.

I'm glad you're done, for more reasons than five. Congratulations, John. It's been a long road and you've worked hard and you've kept your morale up against a number of stress factors. Now, let's go after this Prescott market and show them what we can make happen up here...

Have fun in D.C. Come home safe!

Steven DeMocker
Senior Vice President - Investments

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-----Original Message-----

From: johnlodgefarmer@gmail.com [mailto:johnlodgefarmer@gmail.com]
Sent: Friday, May 09, 2008 11:34 AM
To: DeMocker, Steven
Subject:

Just finished. How are things going there? I'm burnt!
Sent from my Verizon Wireless BlackBerry

Please do not transmit orders or instructions regarding a UBS account by e-mail. The information provided in this e-mail or any attachments is not an official transaction confirmation or account statement. For your protection, do not include account numbers, Social Security numbers, credit card numbers, passwords or other non-public information in

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2/20/2010

Unknown

From: DeMocker, Steven
nt: Friday, April 25, 2008 1:10 PM
o: steven.democker@gmail.com
Subject: Production.xls

Attachments: Production.xls



Production.xls

2/18/2010 dB

Barb & Steve Combined Production History

	JAN	8Y, PD	FEB	8Y, PD	MARCH	8Y, PD	APRIL	8Y, PD	MAY	8Y, PD	JUNE	8Y, PD	JULY
1996													
1997	24,070		21,916		737		3,747		22,177		9,351		13,536
1998	50,103		23,656		6,509		40,580		22,730		25,670		22,828
1999	32,544		30,325		35,907		39,846		38,581		35,521		42,444
2000	73,187		53,491		48,127		52,628		36,210		33,076		45,858
2001	53,401		61,931		71,218		103,749		58,130		74,040		71,210
2002	47,032		37,667		63,292		62,599		43,140		50,496		94,112
2003	57,747		94,411		46,202		76,568		64,895		108,743		58,464
2004	134,184		48,232		42,857		90,711		44,261		56,841		55,993
2005	36,920		24,409		46,876		65,860		68,531		47,617		64,555
2006	60,911		22,210		52,987		68,080		55,483		63,960		51,933
2007	115,306		51,154		31,903		87,976		222,703		27,048		77,544
2008	191,140	6,357	26,132	17,229	106,938		301,587		92,412		80,773		180,527
					28,673	11,389							

8Y,PD	AUG	8Y,PD	SEPT	8Y,PD	OCT	8Y,PD	NOV	8Y,PD	DEC	8Y,PD	TOTAL	AGE FISCAL YR TOTAL	Other Split
	13,363		19,420		31,961		16,424		25,581		156,297	202,282	
	23,484		23,020		40,523		22,487		33,248		307,065	336,838	
	25,138		34,940		29,364		24,166		33,908		413,574	402,684	
	44,033		69,227		67,911		64,307		82,405		606,651	670,460	
	51,175		59,473		96,434		31,212		151,008		894,327	882,981	
	39,783		32,713		81,443		44,387		60,997		688,294	657,661	
	45,893		77,306		57,053		49,949		96,576		766,348	833,981	
	72,134		56,776		54,396		82,945		74,868		783,940	814,331	
	41,384		4,580		12,901		32,480		48,750		615,950		
	39,362		31,438		134,151		25,839		40,544		625,106		
	25,025		54,648		123,757		47,958		30,060		811,743		
	59,813		100,250		240,011		30,452		191,139		1,550,362		6,957
											280,920		

Unknown

From: O'Non, Barbara
Sent: Friday, April 25, 2008 1:07 PM
DeMocker, Steven
Subject: Copy of Production.xls
Attachments: Copy of Production.xls

There you go....

<<Copy of Production.xls>>

	JAN	8Y, PD	FEB	8Y, PD	MARCH	8Y, PD	APRIL	8Y, PD	MAY	8Y, PD	JUNE	8Y, PD	JULY
1996					737		3,747		22,177		9,351		13,536
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2007	115,306		51,154		106,938		301,587		92,412		80,773		180,527
2008	191,140	6,357	26,132	17,229	28,673	11,389							

8Y,PD	AUG	8Y,PD	SEPT	8Y,PD	OCT	8Y,PD	NOV	8Y,PD	DEC	8Y,PD	TOTAL	AGE FISCAL	Other Split
	13,363		19,420		31,961		16,424		25,581		156,297	YR TOTAL	
	23,484		23,020		40,523		22,487		33,248		307,065		202,282
	25,138		34,940		29,364		24,166		33,908		413,574		336,838
	44,033		69,227		67,911		64,307		82,405		606,651		402,684
	51,175		59,473		96,434		31,212		151,008		894,327		670,460
	39,783		32,713		81,443		44,387		60,997		688,294		882,981
	45,893		77,306		57,053		49,949		96,576		766,348		657,661
	72,134		56,776		54,396		82,945		74,868		783,940		833,981
	41,384		4,580		12,901		32,480		48,750		615,950		814,331
	39,362		31,438		134,151		25,839		40,544		625,106		
	25,025		54,648		123,757		47,958		30,060		811,743		
	59,813		100,250		240,011		30,452		191,139		1,550,362		6,957
											280,920		

Unknown

From: Bertenshaw, Patrick
Sent: Wednesday, April 23, 2008 12:47 PM
Young, Sue A.; O'Non, Barbara; DeMocker, Steven; Morochnick, David
Subject: RE: Change to split numbers

Sorry for the confusion on Triplett, I thought they were not under UXPD - my fault

Thanks

Patrick Bertenshaw, CFP
Account Vice President
Advisory & Brokerage Services
UBS Financial Services, Inc.
2555 E. Camelback Road, Suite 600
Phoenix, AZ 85016

Phone 602-957-5122
Fax 602-957-5150
Toll Free 800-247-1754

patrick.bertenshaw@ubs.com

From: Young, Sue A.
Sent: Wednesday, April 23, 2008 12:46 PM
To: O'Non, Barbara; DeMocker, Steven; Morochnick, David
Cc: Bertenshaw, Patrick
Subject: RE: Change to split numbers

I'm confused...

The Triplett household accounts ARE in UX-PD so I don't know what you need on this portion.

I will make the change on UXPD and 8YPD as you requested:

UX85 -- 50%

UXSD -- 35%

UX89 -- 15%

Sue
Sue A. Young
Branch Office Administrator
UBS Financial Services Inc.
2555 E. Camelback Rd. Ste 600
Phoenix, AZ 85016
Tel: (602) 957-5193
(800) 247-1754
Fr: (602) 912-2585
sue.young@ubs.com

UBS EM 0103

2/20/2010

AX

From: O'Non, Barbara
Sent: Wednesday, April 23, 2008 11:40 AM
To: DeMocker, Steven; Young, Sue A.; Morochnick, David
Cc: Bertenshaw, Patrick
Subject: RE: Change to split numbers

Hi Sue -

Incase you also need to hear from me - I agree with Pat and Steve.

Thanks,

Barbara O'Non
Vice-President Investments
UBS Financial Services, Inc.

1560 Plaza West Drive
Prescott, AZ 86303
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928-541-5099 fax
800-436-9097
barbara.onon@ubs.com

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From: DeMocker, Steven
Sent: Wednesday, April 23, 2008 11:19 AM
To: Young, Sue A.; Morochnick, David
Cc: O'Non, Barbara; Bertenshaw, Patrick
Subject: Change to split numbers

Sue:

You've heard from Pat on this a couple days ago, and I too am writing to confirm our request to revert to the original split between the 3 of us for both UXPD and 8YPD:

- > Pat, change from 28% to 50%
- > Barb, change from 21% to 15%
- > Steve, change from 51% to 35%

Also, the Triplett household accounts were not moved from UX85 to UXPD, and as Pat will confirm by email today, our agreement was to move these into our -PD split number last month. These are #'s
UBS EM 0104

2/20/2010

UX06950, -51, -52, -53, and -54.

Thx!

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
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928-541-5080
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Unknown

From: Morochnick, David
Sent: Monday, April 21, 2008 7:35 AM
O'Non, Barbara; Bertenshaw, Patrick; DeMocker, Steven
Cc: VanSteenhuysen, James P.; Dirks, Tish
Subject: RE: Our split agreement

I would agree.

Email is not the appropriate forum for your continued discussions.

David

David Morochnick

UBS Financial Services Inc.
Deputy Branch Manager
2555 East Camelback Road, Suite 600
Phoenix, AZ 85016
(602) 957-5101
(602) 912-2587, Fax

From: O'Non, Barbara
Ser Monday, April 21, 2008 7:03 AM
To: Bertenshaw, Patrick; DeMocker, Steven
Cc: Morochnick, David
Subject: RE: Our split agreement

Pat & Steve -

Please be advised, that although Steve's e-mail on Friday seemed to imply that this was my understanding and agreement with him, in fact this was not at all what I understood the two of us to agree to as we went forward with joint business. I would again ask that a conversation is had between the 3 of us instead of e-mails or conversations involving only two.

Thank you,

Barbara O'Non
Vice-President Investments
UBS Financial Services, Inc.

1560 Plaza West Drive
Prescott, AZ 86303
928-541-5084
928-541-5099 fax
800-436-9097
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From: Bertenshaw, Patrick
Sent: Friday, April 18, 2008 5:01 PM
To: DeMocker, Steven; O'Non, Barbara
Cc: Morochnick, David
Subject: RE: Our split agreement

I agree to splitting 8YPD and UXPD: 50% to Pat (UX85), 35 % to Steve and 15% to Barb

Please make these adjustments ASAP, prior to April billing of PACE.

Thank you very much!

Patrick Bertenshaw, CFP
Account Vice President
Advisory & Brokerage Services
UBS Financial Services, Inc.
2555 E. Camelback Road, Suite 600
Phoenix, AZ 85016

Phone 602-957-5122
Fax 602-957-5150
Toll Free 800-247-1754

patrick.bertenshaw@ubs.com

From: DeMocker, Steven
Sent: Friday, April 18, 2008 2:38 PM
To: Bertenshaw, Patrick; O'Non, Barbara
Cc: Morochnick, David
Subject: Our split agreement

Pat & Barb:

We seem to have agreed for now to delay integrating ourselves as a team at least until July 1, and perhaps to the end of the current FY. When you two were both in Surprise this week you talked a little about how you think we should proceed going forward with the accounts that are already in either 8YPD or UXPD.

We started the -PD numbers at 50/50 - half to Pat and half to Barb and me, which under her and my existing 76% agreement meant we were dividing up the other 50% - 35% to me and 15% to her. Then the 3 of us moved our split to 51/28/21 on both -PD numbers, with the understanding that this was because both sides were about to bring all accounts, assets and production to the split, so -PD should mirror what we'd just finished negotiating for our global compensation plan. Now that we've backed up for now on being a team

2/20/2010

UBS-EM-0107

and this integration is no longer imminent, my position would be that the split should revert to the prior 50/50 agreement in principal, in order to be fair to Pat, and that we should do this before the close of the April production month so that the new business we've done will split appropriately. It seems likely we're all good with this, so far.

But apparently Pat has raised a secondary issue. If I understand his position as Barb has described it, Pat doesn't want to split business 3 ways off of any number because of his concern that this might leave him more vulnerable somehow to future conflicts between Barb and me. So while we apparently agree that Pat should get 50% of our current and future business, Pat wants to set up all new split numbers so that the other half of our business is split to only one or the other of Barb or me. Based on my understanding so far, anyway, this doesn't work for me.

My position is simple: If at some point Barb and I are no longer a team, each of us would be free to negotiate whatever we want with anyone else, including Pat. Until then, Barb and my agreement is that we split all business done by either of us according to our current split. I'm not aware of any way in which this arrangement makes Pat more vulnerable to a conflict between Barb and me. 50% is still 50%. Therefore it's also not clear to me why any other FA would enforce an interest in how Barb and I split the other 50%.

So in this case, given that we all seem to agree that Pat should receive 50% of current and future gross in these two split numbers, Pat's choices are 1) don't worry about what Barb and I do with the other half, or 2) don't work with us. For my part, I'm rooting for Door #1.

Does this seem fair enough?

Steven DeMocker
Senior Vice President - Investments

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<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

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UBS EM 0108

2/20/2010

Unknown

From: DeMocker, Steven
Sent: Friday, April 18, 2008 2:38 PM
To: Bertenshaw, Patrick; O'Non, Barbara
Cc: Morochnick, David
Subject: Our split agreement

Pat & Barb:

We seem to have agreed for now to delay integrating ourselves as a team at least until July 1, and perhaps to the end of the current FY. When you two were both in Surprise this week you talked a little about how you think we should proceed going forward with the accounts that are already in either 8YPD or UXPDP.

We started the -PD numbers at 50/50 - half to Pat and half to Barb and me, which under her and my existing 70/30 agreement meant we were dividing up the other 50% - 35% to me and 15% to her. Then the 3 of us moved our split to 51/28/21 on both -PD numbers, with the understanding that this was because both sides were about to bring all accounts, assets and production to the split, so -PD should mirror what we'd just finished negotiating for our global compensation plan. Now that we've backed up for now on being a team and this integration is no longer imminent, my position would be that the split should revert to the prior 50/50 agreement in principal, in order to be fair to Pat, and that we should do this before the close of the April production month so that the new business we've done will split appropriately. It seems likely we're all good with this, so far.

But apparently Pat has raised a secondary issue. If I understand his position as Barb has described it, Pat doesn't want to split business 3 ways off of any number because of his concern that this might leave him more vulnerable somehow to future conflicts between Barb and me. So while we apparently agree that Pat should get 50% of our current and future business, Pat wants to set up all new split numbers so that the other half of our business is split to only one or the other of Barb or me. Based on my understanding so far, anyway, this doesn't work for me.

My position is simple: If at some point Barb and I are no longer a team, each of us would be free to negotiate whatever we want with anyone else, including Pat. Until then, Barb and my agreement is that we split all business done by either of us according to our current split. I'm not aware of any way in which this arrangement makes Pat more vulnerable to a conflict between Barb and me. 50% is still 50%. Therefore it's also not clear to me why any other FA would enforce an interest in how Barb and I split the other 50%.

So in this case, given that we all seem to agree that Pat should receive 50% of current and future gross in these two split numbers, Pat's choices are 1) don't worry about what Barb and I do with the other half, or 2) don't work with us. For my part, I'm rooting for Door #1.

Does this seem fair enough?

Steven DeMocker
Senior Vice President - Investments

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2/19/2010

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Unknown

From: Bertenshaw, Patrick
Sent: Thursday, April 03, 2008 10:38 AM
O'Non, Barbara; DeMocker, Steven
Subject: RE: (944)

What a shame, Berkencamp was the ideal client. He has the contacts in Sun City that could have really helps us grow our business. As a team, we need to get our act in order ASAP, it is so hard to find clients like this and to then lose them because, to some degree, balls were dropped is tough to take.

We need to look at the clients that we have developed together, Jarc, Rasi, Janet Clark, Berkencamp, Triplett and others and really examine their experience with us - what worked and what didn't. I am afriad that we are not delivering on our promisses and that needs to be fixed.

I am as guilty as anybody but it's time to step up and be excellent advisors - it's not enough to just talk a good game.

See you on Friday.

-----Original Message-----

From: O'Non, Barbara
Sent: Wednesday, April 02, 2008 6:48 PM
To: DeMocker, Steven; Bertenshaw, Patrick
Subject:

Steve - I tried to call Dick Greene this evening. Don Longe called me before I left for the Foundation Board meeting to say Dick felt we were too busy to help him because the last phone call had to be cancelled. I left a message on his machine that I would call him back tomorrow - this guy has the sister-in-law that owned 10 Mac Donalds.

To both - we have lost Berkenkamp. He called me this afternoon and said they were too nervous about the conditions at UBS. I told him what I knew including the quote from Bernanke this morning. They are going to stay with Northern Trust. One never knows for sure, but this account opening process and ACAT was left for at least a week (maybe 2) after the conversation was had that he agreed to transfer. I know we all agree that this needs to be fixed between the 3 of us. I suggest we send him a bottle of wine and tell him we hope to earn his business in the future, but for now this one is gone. Although this is a good reminder for our assistants I have not copied them, because this was not caused my their lack of follow through - all though that is certainly possible.

your e-mail. Because the information contained in this message may be privileged, confidential, proprietary or otherwise protected from disclosure, please notify us immediately by replying to this message and deleting it from your computer if you have received this communication in error. Thank you.

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UBS Financial Services Incorporated of Puerto Rico

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2/20/2010

Unknown

From: O'Non, Barbara
Sent: Monday, March 31, 2008 10:27 AM
To: DeMocker, Steven
Subject: RE: Account information

That was over the last few months - also some of these have dropped in their credit ratings. I will make all the calls. I busy too and don't need this sarcasm.

From: DeMocker, Steven
Sent: Monday, March 31, 2008 10:26 AM
To: O'Non, Barbara
Subject: RE: Account information

Oh, good. I thought you said you didn't put anyone in anything less than double-A paper?

Steven DeMocker
Senior Vice President - Investments

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From: O'Non, Barbara
Sent: Monday, March 31, 2008 10:25 AM
To: DeMocker, Steven
Subject: RE: Account information

P.S. We did sell this to him

From: DeMocker, Steven
Sent: Monday, March 31, 2008 10:24 AM
To: O'Non, Barbara
Subject: RE: Account information

2/20/2010 

UBS EM 0113

There are some of these calls regarding auction rates that I should probably handle. In this case we didn't sell it to him, so we're not in quite the same position. We need to talk, and to decide how much of your role in the APS stuff we wish me to take over. I'm working on the Oakey tax thing at the moment.

Steven DeMocker
Senior Vice President - Investments

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From: O'Non, Barbara
Sent: Monday, March 31, 2008 10:22 AM
To: DeMocker, Steven
Subject: RE: Account information

Steve. ...which one of us is going to call him?

From: DeMocker, Steven
Sent: Monday, March 31, 2008 10:21 AM
To: O'Non, Barbara
Subject: FW: Account information

Oh my God. It's true.

Steven DeMocker
Senior Vice President - Investments

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From: John Byrd [mailto:johnbyrd@gmail.com]

Sent: Tuesday, April 01, 2008 10:19 AM

To: O'Non, Barbara

Cc: DeMocker, Steven

Subject: Account information

Dear Barbara,

As you will notice from our statement, UBS wrote down our account 37.5 %. Can you provide the logic for such a drastic reduction in such a short time?

I also noticed that the bond was issued at 6.650%. In our conversation with you and Steve we heard you say that the bond would start paying us the face interest because it was in default. When will this happen? Will we ever be able to transfer this account to another institution? As a worst case scenario, can we expect to get a bond receipt that guarantees us 6.650% till 2039? Any information that will help us secure a mortgage would be helpful. We have had to stop our building plans because of the uncertainty of our UBS account.

What do we need to do to start transferring electronically our cash from our account to another institution? Do we need to enroll in a UBS bill payment and transfer protocol?

I have read the Wall Street Journal article and it is quite alarming.

Regards,

John and Corkie

UBS EM 0115

2/20/2010

Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 7:36 AM
O'Non, Barbara
Subject: Richey

Did you make the appt with the Richey's?

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 8:27 AM
To: Mary Konezny
Subject: RE: Eaton Vance Conference Call

Perfect. Thanks Mary!

Steven DeMocker
 Senior Vice President - Investments

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From: Mary Konezny [mailto:MKonezny@eatonvance.com]
Sent: Tuesday, July 01, 2008 8:17 AM
To: DeMocker, Steven
Subject: RE: Eaton Vance Conference Call

There will be an edited and abridged replay on the EV website however I have no problem giving you a call with the synopsis. I will be out of the office on Thursday so I will plan to call you first thing Monday morning.

Thank you,
 Mary

From: steven.democker@ubs.com [mailto:steven.democker@ubs.com]
Sent: Tuesday, July 01, 2008 11:08 AM
To: Mary Konezny
Subject: RE: Eaton Vance Conference Call

Thanks Mary. I don't tend to have the patience for call-ins, and at the moment am under even more significant time pressures than usual. I do, however, greatly appreciate getting EV's outlook on the bond markets in general and muni's in particular in some form I can take in quickly - either a written summary or a quick call from someone for 5 minutes of Q and A. Will this call be summarized somewhere by your

system in 118 form you can send to me, or can you call and give me the synopsis?

Steven DeMocker
Senior Vice President - Investments

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From: Mary Konetzny [mailto:MKonetzny@eatonvance.com]

Sent: Tuesday, July 01, 2008 7:30 AM

To: DeMocker, Steven

Subject: Eaton Vance Conference Call

Hi Steve-

Hope all is well. I wanted to make sure you were aware of tomorrow's conference call on the municipal bond market. Attached is the flyer with the call-in number along with the replay information if you are not able to listen in. Let me know if there is anything you need or if you have any questions.

Thank you,
Mary

Mary Konetzny
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Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 10:11 AM
Rydzewski, Jennifer
Subject: Task Request: Walgraeve, Anthony
Attachments: message.eml

Unknown

From: DeMocker, Steven

Sent: Tuesday, July 01, 2008 10:17 AM

Minard, Elizabeth

Subject: Untitled (200)

Attachments: LOA - UXDB specific.doc; out of office poster PHX.doc; client gift certificate.doc; out of office poster 2.doc

<<client gift certificate.doc>> <<LOA - UXDB specific.doc>> <<out of office poster 2.doc>> <<out of office poster PHX.doc>>

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Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 10:20 AM
Rydzewski, Jennifer
Subject: RE: J Robert Logan Ttee & Madlyne C Logan Ttee UX41721

Will do. Thx.

Steven DeMocker
Senior Vice President - Investments

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From: Rydzewski, Jennifer
Sent: Tuesday, July 01, 2008 10:15 AM
To: DeMocker, Steven
Cc: Minard, Elizabeth
Subject: J Robert Logan Ttee & Madlyne C Logan Ttee UX41721

Client will need to sign and LOA to move. Ops does not have any Standing LOA on file.

Jennifer A. Rydzewski
Sr. Registered Client Service Associate
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F: (602) 957-5152
jennifer.rydzewski@ubs.com

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2/20/2010

123

Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 10:54 AM
Rydzewski, Jennifer
Subject: Task Request: Musser, Barbara From: UX 04677
Attachments: message.eml

124
Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 11:24 AM
O'Non, Barbara
Subject: RE: Need a workstation

I know. Thx.

Steven DeMocker
Senior Vice President - Investments

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From: O'Non, Barbara
Sent: Wednesday, July 02, 2008 11:24 AM
To: DeMocker, Steven
Subject: RE: Need a workstation

There are no accounts in that split.

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 11:24 AM
To: O'Non, Barbara
Subject: RE: Need a workstation

I believe UXDS is the split number with Joe Sotello.

Steven DeMocker
Senior Vice President - Investments

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From: O'Non, Barbara
Sent: Wednesday, July 02, 2008 11:23 AM
To: DeMocker, Steven
Subject: RE: Need a workstation

Your original e-mail says UXDS - thought you might mean UXSD

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 11:20 AM
To: Miller, Keli
Cc: O'Non, Barbara; Minard, Elizabeth
Subject: RE: Need a workstation

Keli:

The business reports on "My Business" show that I am not entitled to two of my own split numbers: UXDS, and 8YSD. Don't know why. Can you fix this?

Thx.

Steven DeMocker
Senior Vice President - Investments

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From: Miller, Keli
Sent: Wednesday, July 02, 2008 6:44 AM
To: DeMocker, Steven
Subject: RE: Need a workstation

You are set to get a new computer with 2 monitors in late July. We can use your old workstation as the extra CSA station.

Keli Miller
UBS Financial Services
Branch Technology Liaison
2555 E. Camelback Rd., Suite 600
Phoenix, AZ 85016
Direct: 602-957-5181
Fax: 602-957-5150

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 4:08 PM
To: Miller, Keli
Subject: Need a workstation

Keli:

There are four offices here, plus two CSA work areas. They all have work stations *except* the second CSA area, which of course is where Liz will sit starting Monday. Do you know how quickly we get this missing workstation filled in? In a pinch we can pull the work station from the one unused FA's office until the new one arrives. Also, are we due for the new double-screens soon? Thx!

Steven DeMocker
Senior Vice President - Investments

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From: Miller, Keli
Sent: Tuesday, July 01, 2008 2:23 PM
To: Minard, Elizabeth
Cc: DeMocker, Steven
Subject: UXDB & UXSD
Importance: High

Liz and Steven,
I added UXDB & UXSD to Liz's splits so that she can see the accounts you requested.

Keli Miller
UBS Financial Services
Branch Technology Liaison
2555 E. Camelback Rd., Suite 600
Phoenix, AZ 85016
Direct:602-957-5181
Fax:602-957-5150

128
Unknown

From: DeMocker, Steven

Sent: Tuesday, July 01, 2008 12:29 PM

O'Non, Barbara

Subject: RE: (193)

Thx

Steven DeMocker

Senior Vice President - Investments

UBS Financial Services, Inc.

1560 Plaza West Drive

Prescott, AZ 86303

928-541-5080

928-541-5099 fax

800-436-9097

steven.democker@ubs.com

<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

UBS is a leading global wealth manager, a top tier investment banking and securities firm, and one of the largest global asset managers. In Switzerland, UBS is the market leader in retail and commercial banking. With headquarters in Zurich and Basel, Switzerland, UBS is present in all major financial centers worldwide. UBS employs more than 80,000 people. In the US, we are the third largest private client business with a client base of over 2 million investors. Our American network of around 9,000 financial advisors manages roughly 465 billion US dollars in invested assets and provides sophisticated services through consultative relationships with affluent and high net worth clients. In Switzerland and internationally, UBS has more than 140 years of private banking experience, an extensive global network of 164 offices and approximately \$2.46 trillion US dollars in invested assets. We provide a comprehensive range of services customized for wealthy individuals, ranging from asset management to estate planning and from corporate finance to art advising services.

-----Original Message-----

From: O'Non, Barbara

Sent: Tuesday, July 01, 2008 12:28 PM

To: DeMocker, Steven

Subject: RE:

Yes - working on it now.

-----Original Message-----

From: DeMocker, Steven

Sent: Tuesday, July 01, 2008 12:28 PM

To: O'Non, Barbara

Subject: RE:

Are you going to finish selling the stock positions...

Steven DeMocker

Senior Vice President - Investments

UBS Financial Services, Inc.

1560 Plaza West Drive

UBS EM 128

2/20/2010

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-----Original Message-----

From: O'Non, Barbara
Sent: Tuesday, July 01, 2008 12:25 PM
To: DeMocker, Steven
Subject: RE:

Yes - thanks for taking care of the bonds - I was wondering about those Treasuries

-----Original Message-----

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 12:24 PM
To: O'Non, Barbara
Subject: RE:

Listening to Marten. Are you? Just sold all taxable bonds except Treasuries...

Steven DeMocker
Senior Vice President - Investments

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-----Original Message-----

From: O'Non, Barbara
Sent: Tuesday, July 01, 2008 10:26 AM
To: DeMocker, Steven
Subject:

All funds bid - some back

Barbara O'Non
Vice President Investments

UBS Financial Services, Inc.
12515 West Bell Road
Surprise, AZ 85374
623-815-8718
800-754-7103
623-972-9428 (fax)
barbara.onon@ubs.com

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UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

131
Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 1:04 PM
O'Non, Barbara
Subject: The IRA

To summarize my recommendations at my proposal meeting with Beth:

> Sell everything. There's nothing being transferred to you that we consider an appropriate portfolio for you, or that is as good as the following:

- > 50-55% PACE Multi, significantly tax-sensitive in the taxable account;
- > 10-15% PPN's and CPN's;
- > 20-25% GMIB;
- > 5-10% cash.

I recommended heavier-than-usual cash to start because Beth is going through changes, and while she understands she may need to adjust her lifestyle, neither she nor we know yet what that will mean. Since then, of course, the other reason to hold cash is obvious. So I'd actually recommend we leave 100k in cash.

For PACE, I'd suggest we do the initial buy at 500k.

For the annuity, at the time I met with Beth you and I were using Hartford Outlook. I told her generally what I always say, which is that we update and fine-tune products and allocations as necessary in response to market changes between time of recommendation and time of execution. She accepted that in the context of our agreement to our overall recommendations. At your suggestion I've looked at the Allianz product. I like it, but I'm not willing to do business with them.

Steven DeMocker
Senior Vice President - Investments

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UBS EM 131

2/22/2010

Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 1:45 PM
Rydzewski, Jennifer
Subject: RE: Task: Musser, Barbara From: UX 04677 (186)

Officially she's not here, because officially, Barb still is here until her license transfers to Surprise. :-) She's "visiting" for a couple days so she can learn how the phone works, hang pictures, and so we can talk about what her job's going to be. But it's already wayyyyy better.

Steven DeMocker
 Senior Vice President - Investments

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From: Rydzewski, Jennifer
Sent: Tuesday, July 01, 2008 1:42 PM
To: DeMocker, Steven
Subject: RE: Task: Musser, Barbara From: UX 04677

That's odd... there are no DQ's scanned in the system... Do you have access to the client file? Maybe check if there is a copy of the DQ from last year.

I always scan by DQ's because the Cage is notorious for "losing" the forms due to mis-filing.

How's Liz working so far?

Jennifer A. Rydzewski
 Registered Client Service Associate
 UBS Financial Services Inc.
 2555 E. Camelback Rd., Ste. #600
 Phoenix, AZ 85016

UBS EM 132

2/22/2010

Direct: (602) 957-5104
Toll Free: 800-247-1754
Fax: (602) 957-5152
jennifer.rydzewski@ubs.com

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 1:39 PM
To: Rydzewski, Jennifer
Subject: RE: Task: Musser, Barbara From: UX 04677

Sorry, he said we'd done the RMD last year so I assumed we had one.

Steven DeMocker
Senior Vice President - Investments

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From: Rydzewski, Jennifer
Sent: Tuesday, July 01, 2008 1:15 PM
To: DeMocker, Steven
Subject: Task: Musser, Barbara From: UX 04677

Will send DQ to client. None on file here that I can locate.

Jennifer A. Rydzewski
Sr. Registered Client Service Associate
UBS Financial Services Inc.
2555 E. Camelback Rd., Ste. #600
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jennifer.rydzewski@ubs.com

UBS EM 133

2/22/2010

134
Unknown

From: VanSteenhuysen, James P. on behalf of Young, Sue A.
Sent: Tuesday, July 01, 2008 1:55 PM
DeMocker, Steven
Subject: RE: (184)

Steve,
They are both on vacation.

Sue A. Young
Branch Office Administrator
UBS Financial Services Inc.
2555 E. Camelback Rd. Ste 600
Phoenix, AZ 85016
Tel: (602) 957-5193
(800) 247-1754
Fax: (602) 912-2585
sue.young@ubs.com

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 1:00 PM
To: Morochnick, David; VanSteenhuysen, James P.
Subject:

If you're on the dial-in, would someone be willing to ask about us being for sale?

Steven DeMocker
Senior Vice President - Investments

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UBS EM 134

2/20/2010

135
Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 2:24 PM
Miller, Keli
Subject: RE: UXDB & UXSD

Thx!

Steven DeMocker
Senior Vice President - Investments

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From: Miller, Keli
Sent: Tuesday, July 01, 2008 2:23 PM
To: Minard, Elizabeth
Cc: DeMocker, Steven
Subject: UXDB & UXSD
Importance: High

Liz and Steven,
I added UXDB & UXSD to Liz's splits so that she can see the accounts you requested.

Keli Miller
UBS Financial Services
Branch Technology Liaison
2555 E. Camelback Rd., Suite 600
Phoenix, AZ 85016
Direct: 602-957-5181
F: 302-957-5150

UBS EM 135

2/22/2010

136
Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 3:59 PM
Subject: Task Request: Paris, Justin From: UX 41031
Attachments: message.eml

2/22/2010

UBS EM 136

Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 4:07 PM
Rydzewski, Jennifer
Subject: RE: Task: Musser, Barbara From: UX 04677

Let me check to be sure. Thx.

Steven DeMocker
Senior Vice President - Investments

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From: Rydzewski, Jennifer
Sent: Tuesday, July 01, 2008 2:53 PM
To: DeMocker, Steven
Subject: RE: Task: Musser, Barbara From: UX 04677

Steve,

Would you want to set this client up for Automated RMD on an annual basis?

Jennifer A. Rydzewski
Sr. Registered Client Service Associate
UBS Financial Services Inc.
2555 E. Camelback Rd., Ste. #600
Phoenix, AZ 85016
Direct: (602) 957-5104
Toll free: 800-247-1754
Fax: (602) 957-5152
jennifer.rydzewski@ubs.com

From: Rydzewski, Jennifer
Sent: Tuesday, July 01, 2008 1:15 PM
To: DeMocker, Steven
Subject: Task: Musser, Barbara From: UX 04677

Will send DQ to client. None on file here that I can locate.

Jennifer A. Rydzewski

Sr. Registered Client Service Associate

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jennifer.rydzewski@ubs.com

139
Unknown

From: DeMocker, Steven
Sent: Tuesday, July 01, 2008 4:06 PM
To: VanSteenhuysen, James P.
Subject: RE: (182)

Ok. Thx

Steven DeMocker
Senior Vice President - Investments

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From: Young, Sue A. On Behalf Of VanSteenhuysen, James P.
Sent: Tuesday, July 01, 2008 1:56 PM
To: DeMocker, Steven
Subject: RE:

Steve,
They are both on vacation.

Sue A. Young
Branch Office Administrator
UBS Financial Services Inc.
2555 E. Camelback Rd Ste 600
Phoenix, AZ 85016
Tel: (602) 957-5193
(800) 247-1754
Fax: (602) 912-2585
syoung@ubs.com

From: DeMocker, Steven

UBS EM 139

2/20/2010

Sent: Tuesday, 4/10/01, 2008 1:00 PM

To: Morochnick, David; VanSteenhuysen, James P.

Subject:

If you're on the dial-in, would someone be willing to ask about us being for sale?

Steven DeMocker
Senior Vice President - Investments

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II. Emails discussing Carol Kennedy's Death

Unknown

From: DeMocker, Steven
Sent: Thursday, July 10, 2008 11:30 AM
To: Twarkins, Teri
Subject: RE: Wealth advisor

They don't know for sure yet. The ME's report is due any day.

>Steven DeMocker
>Senior Vice President - Investments

>
>UBS Financial Services, Inc.
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>
-----Original Message-----

From: Twarkins, Teri
Sent: Thursday, July 10, 2008 11:15 AM
To: DeMocker, Steven
Subject: Re: Wealth advisor

Concerning your health condition? Something sudden? Sorry if I'm asking too many questions.

Crazy.

Teri Twarkins
CFP®
Certified Financial Planner
Brokerage & Advisory Services

UBS Financial Services
Ph: 602-667-8108
Fax 602-957-5150
Mobile 602-524-7500

2/22/2010

UBS EM 141

----- Original Message -----

From: DeMocker, Steven

To: Twarkins, Teri

Sent: Thu Jul 10 14:13:35 2008

Subject: RE: Wealth advisor

Yep, it was finally done on May 28. Ironic. We were past the tough part and things had warmed back up considerably. The girls were getting along well with her again too.

I'd love to. I'll stop by. Take care...

>Steven DeMocker

>Senior Vice President - Investments

>

>UBS Financial Services, Inc.

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>Prescott, AZ 86303

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>

-----Original Message-----

From: Twarkins, Teri

Sent: Thursday, July 10, 2008 11:10 AM

To: DeMocker, Steven

Subject: Re: Wealth advisor

Oh my! I had no idea. Wow... Good luck as you deal with this. Didn't you guys just finalize a divorce? Geez. Hang in there. Come see me next time you're in Phoenix.

Teri

Teri Twarkins

CFP®

Certified Financial Planner

Brokerage & Advisory Services

UBS Financial Services

Phone 602-667-8108

Fax 602-957-5150

2/22/2010

UBS EM 142

Mobile 602-524-7500

----- Original Message -----

From: DeMocker, Steven

To: Teri

Se: Thursday, July 10, 2008 10:36 AM

Subject: RE: Wealth advisor

Teri:

I did withdraw from the program, and even before the recent tragedy in my family. Don't know if you've heard, but my ex-wife died last week and I'm in the midst of the family turmoil surrounding that. I'm still showing up for work, but if I hadn't bailed before I certainly would have had to now. I pulled out of that training when it became clear that Barb and I were finally unwinding our team agreement and splitting our book, and I was going to have a lot of relationship maintenance and office organizing to do in order to keep my business on track.

And then there's the fact that we decided to have Liz Minard move from the Sedona office to be my IA here, starting July 1. At this point I don't know how I'd be managing without her.

I haven't talked with Cody Anne in awhile but my impression is that she's still serious and will follow through with us this fall, assuming we're hiring again.

So, I'm sorry I'm missing all the fun down there today! See you soon.

>Steven DeMocker

>Senior Vice President - Investments

>

>UBS Financial Services, Inc.

>1 Plaza West Drive

>Prescott, AZ 86303

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>

-----Original Message-----

From: Twarkins, Teri

Sent: Thursday, July 10, 2008 9:37 AM

To: DeMocker, Steven

Subject: RE: Wealth advisor

We're missing you today! Did you bail from the program??

UBS EM 143

2/22/2010

III. Emails between Steven DeMocker and Carol Kennedy

From: "Steven DeMocker" <steven.democker@gmail.com>
To: "carol kennedy" <ckennedy@cableone.net>
Cc: "Anna Young" <annacyoung@hotmail.com>
Sent: Tuesday, July 01, 2008 11:15 PM
Subject: UBS Visa

Carol,

As of this evening you haven't paid \$20,000 to the UBS Visa account as specified in our Decree. The 401(k) proceeds were transferred to you on June 9. I understand you did not receive much guidance from your attorney or your UBS Financial Advisor about how to manage this distribution, and for whatever reason have only received cash proceeds in the last week or so, but the fact remains that no wire or other overnight transfer process has been executed to make this payment, while interest has continued to accrue on the account. I would appreciate your doing whatever is necessary to make the proper payment to UBS tomorrow.

Thanks.

Steve

Unknown

From: DeMocker, Steven
Sent: Thursday, April 10, 2008 10:14 AM
steven.democker@gmail.com
Subject: FW: taxes

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
1560 Plaza West Drive
Prescott, AZ 86303
928-541-5080
928-541-5099 fax
800-436-9097
steven.democker@ubs.com

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From: carol kennedy [mailto:ckennedy@cableone.net]
Sent: Monday, March 03, 2008 7:24 AM
To: DeMocker, Steven
Subject: Re: taxes

sorry - i was simply hitting reply to your various emails without looking closely at which address they were coming or going to. i will be at work until 5 today, then meeting with my tax guy, so i am unable to do anything with you today by email.
carol -

----- Original Message -----

From: steven.democker@ubs.com
To: steven.democker@gmail.com
Cc: ckennedy@cableone.net
Sent: Monday, March 03, 2008 6:59 AM
Subject: FW: taxes

Carol:

I am forwarding your message to my gmail address, and ask that you correspond with me there. As I indicated in the message I sent to you from my UBS account, I could not use my personal email accounts on Friday.

UBS EM 145

2/18/2010

Thanks.

Steven DeMocker
Senior Vice President - Investments

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From: carol kennedy [mailto:ckennedy@cableone.net]
Sent: Friday, February 29, 2008 7:00 PM
To: DeMocker, Steven
Subject: Re: taxes

Steve:

One of the things the rep at the IRS told me today is that the only thing you can claim and deduct as "alimony" is what you were court-ordered to pay - so please refer back to the agreement approved by Judge Mackey.

And for the record - for the second time - you have not been paying several of the bills you claim to be paying like Waste Management, CableOne, Qwest, etc., and you are not allowed to claim the payments you make to your personal credit card - like your UBS visa card?? You're trying to claim that as alimony??? What planet are you on? Why would you give such inaccurate & misleading data to Doug Rader? Doug can't catch that kind of stuff for you - he has no clue - you are misrepresenting facts & figures to him.... all he can do is crunch the wrong numbers that you give him.....

There is some question about moving half of your income and withholding into my column for Jan - March - they are going to double check on that for me by Monday - but one belief was that that is allowed *only if we were still co-habiting*.... the other thing they saw was that half of my total income would also have to get moved to your column - and it didn't look like Doug had done that.

Hope you will revisit what you are attempting to claim and give Doug legitimate numbers to work with. For my part, I will be asking my friends from the IRS to review the return that you and Doug file on Monday, and advise me.

UBS EM 146

2/18/2010

You also need to provide my lawyer with a copy of your return on Monday. Thanks.

Carol

- Original Message -----

From: <steven.democker@ubs.com>

To: <ckennedy@cableone.net>

Sent: Friday, February 29, 2008 5:05 PM

Subject: taxes

Carol:

I haven't been on my laptop to check email since last night, and won't until I get home this evening. I've just called and talked to Doug for awhile again in light of your text. I asked again if he was sure of his answer regarding temporary spousal support paid under a court order prior to divorce, and he said he went to the IRS for that answer and was confident of it. We then went over all of the numbers again, and I asked him whether you should not actually be getting the benefit of the deductions for the mortgage interest on BP and for the car license fee on the MDX, since those were among the court-ordered items I was paying as spousal support. If I'm paying those for you under court-ordered temporary support, and claiming those dollars as alimony paid, then you should actually be the one who gets the tax deductions for them.

He agreed, and said he would recalculate our respective returns, re-allocating the mortgage interest deductions for Provident and M & I, and the license fees for the MDX, to you, and taking them away from me. You still must pay income tax on the payments I've made under temporary orders that properly qualify as alimony, but that income will presumably be reduced by the hefty interest paid on your first and second mortgages. That should help your situation by lowering your tax bill somewhat.

I'm sorry you don't trust Doug's work or like his answers. It's been double-checked at this point, and as he has said to both of us, he has no interest in taking sides. He's been doing our taxes for almost 20 years and he's always done a great job.

I've asked him to copy you when he sends me the pdf file containing his updated calculations. Over the weekend I'm going to re-check my numbers for deductions to make sure I haven't missed anything, give him any corrections on Monday, and give him the go-ahead to prepare and file my separate return. If you wish to change course between now and then, let me know. Otherwise, good luck with the IRS on Monday.

Steve

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UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

Unknown

2-17-10
26

From: James, Sylvia
Date: Monday, June 02, 2008 12:43 PM
To: DeMocker, Steven
Subject: Medical and Dental Enrollment Change Form - Divorce Decree
Attachments: COBRA FORM.doc

Hi Steven,

Per our conversation, attached is the Cobra form you requested for your x-spouse, please complete the form and fax it to the Benefits Dept., Attn Sylvia James.

Also, after removing your x-spouse your medical/dental coverage (family) will remain the same.

If you need any other assistance you may contact me at the phone number below.

Thank you,

Sylvia James
Benefits Dept.
201-352-3889 (work)
201-617-8314 (fax)

<< \BRA FORM.doc>>

UBS EM 149

2/17/2010

Unknown

2-17-10

21

From: Iglesias, Jeanette
Sent: Thursday, June 19, 2008 8:45 AM
To: DeMocker, Steven
Subject: RE: QDRO for DeMocker/Kennedy

If she took a distribution and did not roll it over, yes taxes would be taken.

Jeanette Iglesias
Associate Director
Sr. Benefits Administrator, Human Resources US
UBS Financial Services Inc.
1000 Harbor Blvd., Weehawken, NJ 07086
Tel: 201-352-3896
Fax: 201-272-7273
Jeanette.Iglesias@ubs.com

From: DeMocker, Steven
Sent: Thursday, June 19, 2008 11:13 AM
To: Iglesias, Jeanette
Subject: RE: QDRO for DeMocker/Kennedy

Thank you Jeanette. She's told me she's receiving only \$152,000. It must be that taxes were withheld or something.

Steven DeMocker
Senior Vice President - Investments

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UBS EM 150

2/17/2010

From: Iglesias, Jeanette
Sent: Wednesday, June 04, 2008 11:55 AM
To: DeMocker, Steven
Subject: RE: QDRO submitted

yes

Jeanette Iglesias
Associate Director
Sr. Benefits Administrator, Human Resources US
UBS Financial Services Inc.
1000 Harbor Blvd., Weehawken, NJ 07086
Tel: 201-352-3896
Fax: 201-272-7273
Jeanette.iglesias@ubs.com

From: DeMocker, Steven
Sent: Wednesday, June 04, 2008 2:40 PM
To: Iglesias, Jeanette
Subject: RE: QDRO submitted

Thanks Jeanette. By split, do you mean (in this case) a "100%-0%" split in her favor?

Steven DeMocker
Senior Vice President - Investments

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From: Iglesias, Jeanette
Sent: Wednesday, June 04, 2008 11:12 AM
To: DeMocker, Steven
Cc: 'ckennedy@cableone.net'

UBS EM 151

2/17/2010

Subject: RE: QDRO submitted

Steven,

The account is coded as a QDRO account so whenever she decides to request a distribution the distribution will not be hit with the penalty, only taxes. I just sent the request to Benefits Connection, so the split should be done within the week.

Regards,

Jeanette Iglesias
Associate Director
Sr. Benefits Administrator, Human Resources US
UBS Financial Services Inc.
1000 Harbor Blvd., Weehawken, NJ 07086
Tel: 201-352-3896
Fax: 201-272-7273
Jeanette.Iglesias@ubs.com

From: DeMocker, Steven
Sent: Wednesday, June 04, 2008 2:06 PM
To: Iglesias, Jeanette
Cc: ckennedy@cableone.net
Subject: RE: QDRO submitted

Jeanette:

Our particular QDRO directs UBS to distribute the full amount of my 401k to my ex-spouse, rather than splitting it. The instrx are also to execute a full withdrawal, as our intent is that my ex-spouse take advantage of her ability under the tax code to make a withdrawal at the time ownership is changed, without the usual penalty for a premature withdrawal.

Perhaps I have bad information, but my understanding is that once a new account is established in her name, she will have lost the window of opportunity to make this penalty-free withdrawal under a QDRO. You certainly know your way around the operational issues of this better than I, but I do want to be certain that this gets done in whatever way is necessary to preserve her right to a full withdrawal without penalty.

Thanks!

Steven DeMocker
Senior Vice President - Investments

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<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

UBS EM 152

2/17/2010

From: Iglesias, Jeanette
Sent: Thursday, June 19, 2008 5:54 AM
To: DeMocker, Steven
Subject: RE: QDRO for DeMocker/Kennedy

St. en,

A total of \$197,367.36 was transferred to her leaving you with a zero balance as of 5/28/08. She may be seeing the fluctuation in the account due to market gains/ losses.

Regards,

Jeanette Iglesias
Associate Director
Sr. Benefits Administrator, Human Resources US
UBS Financial Services Inc.
1000 Harbor Blvd., Weehawken, NJ 07086
Tel: 201-352-3896
Fax: 201-272-7273
Jeanette.Iglesias@ubs.com

From: DeMocker, Steven
Sent: Wednesday, June 18, 2008 5:49 PM
To: Iglesias, Jeanette
Subject: RE: QDRO for DeMocker/Kennedy

Je ette:

Can you confirm the amount and date of the distribution to Carol? The 401k website showed my account value on May 28'at about \$197,000, but Carol advises me she's been told the distribution will be about \$152,000. Can you clarify for us? Thx!

Steven DeMocker
Senior Vice President - Investments

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UBS EM 153

2/17/2010

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From: Iglesias, Jeanette
Sent: Wednesday, June 04, 2008 10:52 AM
To: DeMocker, Steven
Subject: RE: QDRO submitted

I was out of the office Monday and Tuesday, I do see it came in. Once I review it today I will send it to the recordkeeper to split. It should take about a week to split. The alternate payee will receive an account and will be sent a password and website to access the funds.

Regards,

Jeanette Iglesias
Associate Director
Sr. Benefits Administrator, Human Resources US
UBS Financial Services Inc.
1000 Harbor Blvd., Weehawken, NJ 07086
Tel: 201-352-3896
Fax: 201-272-7273
Jeanette.Iglesias@ubs.com

From: DeMocker, Steven
Sent: Wednesday, June 04, 2008 12:51 PM
To: Iglesias, Jeanette
Subject: QDRO submitted

Jeannette:

I'm checking on the status of a QDRO my office overnighed to you recently. Would you mind giving me a quick update on how these things go and what the timetable for distribution is?

Thank you!

Steven DeMocker
Senior Vice President - Investments

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928-541-5099 fax
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UBS EM 154

2/17/2010

steven.democker@ubs.com

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Unknown

From: DeMocker, Steven
Sent: Friday, April 18, 2008 2:55 PM
Wakefield, Brooke
Cc: O'Non, Barbara; Farmer, John
Subject: Next week

When you have a chance, would you pls review next week in light of the following:

- > I'm out for the day on the 30th for my divorce mediation. If Nivan wants me there with Barb he'll need to re-b.
- > More generally, I'm going to try to leave at or near the close each day for awhile to begin prepping for the mediation and the trial.
- > After the 30th I should be able to resume a normal schedule, but until then I'd prefer not to do stuff that can be put off, or else to fit it into market hours.

Thx!

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 7:37 AM
Rydzewski, Jennifer
Subject: RE: Paris, Justin From: UX 41031

Thx! Are you in the office until things roll up at 11 tomorrow?

Steven DeMocker
Senior Vice President - Investments

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Subject: Paris, Justin From: UX 41031

Status: Not Started
% Complete: 0%

Total work: 0 hours
Actual work: 0 hours

Requested by: Rydzewski, Jennifer

Account closed today. Check will go out Monday when the mmkt interest has been credited to the account to avoid any residuals.

Jennifer: Client would like a check issued for the full amount here and have us close this RMA account. Thx!

UBS EM 157

2/20/2010

Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 7:40 AM
Rydzewski, Jennifer
Subject: Relationship management software

I may have asked you this before, but what relationship management application(s) do you think are good? Do you use our RM? Some teams there seem to prefer third-party software, and Liz and I are trying to decide which way to go.

Steven DeMocker
Senior Vice President - Investments

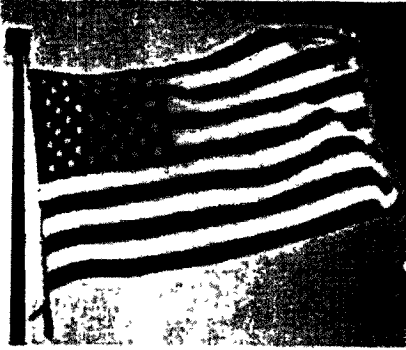
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Unknown

From: Maack, Lisa
Sent: Wednesday, July 02, 2008 7:56 AM
DL-Phoenix, UX
Subject: Thursday July 3rd



Re: Thursday July 3rd

Since the market closes at 10:00 am (our time) & the office is closing at 11:00 am,

it has been suggested that we have a "RED WHITE AND BLUE" casual day tomorrow to show our patriotic pride!

What a great way to begin the holiday weekend!

Enjoy!
-Lisa

*Lisa Maack
Associate Director
Operations Manager
UBS Financial Services Inc
Phoenix Complex UX-SH-8Y
602-957-5187
Fax: 602-957-5150
lisa.maack@ubs.com*

Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 9:37 AM
Cc: Rydzewski, Jennifer
Subject: RE: UX40415 - Check Alert

I'll take care of it. Thx.

Steven DeMocker
Senior Vice President - Investments

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From: Rydzewski, Jennifer
Sent: Wednesday, July 02, 2008 9:31 AM
To: DeMocker, Steven; O'Non, Barbara
Cc: Minard, Elizabeth
Subject: UX40415 - Check Alert

Please sell PACE to cover RMA check written.

Jennifer A. Rydzewski
Sr. Registered Client Service Associate
UBS Financial Services Inc.
2555 E. Camelback Rd., Ste. #600
Phoenix, AZ 85016
Direct: (602) 957-5104
Toll free: 800-247-1754
Fax: (602) 957-5152
jennifer.rydzewski@ubs.com

Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 10:05 AM
Rydzewski, Jennifer
Subject: RE: UX 95289 DeMocker/Verner ~ ACAT is in.

Thx!

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
1560 Plaza West Drive
Prescott, AZ 86303
928-541-5080
928-541-5099 fax
800-436-9097
steven.democker@ubs.com

<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

UBS is a leading global wealth manager, a top tier investment banking and securities firm, and one of the largest global asset managers. In Switzerland, UBS is the market leader in retail and commercial banking. With headquarters in Zurich and Basel, Switzerland, UBS is present in all major financial centers worldwide. UBS employs more than 80,000 people. In the US, we are the third largest private client business with a client base of over 2 million investors. Our American network of around 9,000 financial advisors manages roughly 465 billion US dollars in invested assets and provides sophisticated services through consultative relationships with affluent and high net worth clients. In Switzerland and internationally, UBS has more than 140 years of private banking experience, an extensive global network of 164 offices and approximately \$2.46 trillion US dollars in invested assets. We provide a comprehensive range of services customized for wealthy individuals, ranging from asset management to estate planning and from corporate finance to art advising services.

From: Rydzewski, Jennifer
Sent: Wednesday, July 02, 2008 9:42 AM
To: DeMocker, Steven
Cc: Minard, Elizabeth
Subject: UX 95289 DeMocker/Verner ~ ACAT is in.

Jennifer A. Rydzewski
Sr. Registered Client Service Associate
UBS Financial Services Inc.
2555 E. Camelback Rd., Ste. #600
Phoenix, AZ 85016
Direct: (602) 957-5104
Toll Free: 800-247-1754
Fa: (602) 957-5152
jennifer.rydzewski@ubs.com

UBS EM 161

2/22/2010

Unknown

From: Minard, Elizabeth
Sent: Wednesday, July 02, 2008 10:33 AM
To: DeMocker, Steven; Rydzewski, Jennifer
Cc: O'Non, Barbara
Subject: RE: UX40415 - Check Alert

done

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 9:37 AM
To: Rydzewski, Jennifer
Cc: O'Non, Barbara; Minard, Elizabeth
Subject: RE: UX40415 - Check Alert

I'll take care of it. Thx.

Steven DeMocker
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From: Rydzewski, Jennifer
Sent: Wednesday, July 02, 2008 9:31 AM
To: DeMocker, Steven; O'Non, Barbara
Cc: Minard, Elizabeth
Subject: UX40415 - Check Alert

Please sell PACE to cover RMA check written.

Jennifer A. Rydzewski

UBS EM 162

2/22/2010

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Phoenix, AZ 85016

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Fax: (602) 957-5152

jennifer.rydzewski@ubs.com

Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 11:22 AM
O'Non, Barbara
Subject: Untitled (168)

No. 8YSD. Don't know if it's important or has anything in it, but it's my own single FA number in Surprise. I shd be able to at least see it.

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Unknown

From: DeMocker, Steven
At: ~~Wednesday, July 02, 2008 12:48 PM~~
To: Rob Pecharich
Subject: RE: (160)

At the moment, the answer is actually pretty simple: buy more muni's. I'll call you.

Steven DeMocker
Senior Vice President - Investments

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From: Rob Pecharich [mailto:rpecharich@bpcws.com]
Sent: Wednesday, July 02, 2008 11:44 AM
To: DeMocker, Steven
Subject:

Hello Steve.

I expect to have \$25k to invest, until Diane and I decide on what home improvement project to tackle first. For short term (6months to 1 year) what do you suggest?

Thanks

Robert S. Pecharich
Boyle, Pecharich, Cline, Whittington & Stallings, PLLC
P.O.Box 1191
Prescott, Arizona, 86302-1191
(928) 445-0122
(928) 445-8021-Fax

This e-mail message is confidential, intended only for the named recipient(s) above and may contain information that is

2/20/2010

Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 3:16 PM
O'Non, Barbara
Subject: Task Decline: Lanford, Michael From: 8Y 03557
Attachments: message.eml

Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 3:35 PM
Subject: Task Request: Democker, Steven From: UX 90896
Attachments: message.eml

Unknown

From: DeMocker, Steven
Sent: Wednesday, July 02, 2008 3:52 PM
To: O'Non, Barbara
Subject: Task Decline: Hoover, Jean Initial Contact
Attachments: message.eml

Unknown

From: DeMocker, Steven
Sent: Tuesday, April 22, 2008 2:21 PM
Morochnick, David
Subject: RE: Don Longe & AdviceLink program

David:

I just gave you a try and you're on your line. I need to leave but I'm on my cell. 928-713-1919. By coincidence I was on the phone with Don when you called planning a golf outing with a client in Sedona. Talk soon...

Steven DeMocker
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From: Morochnick, David
Sent: Tuesday, April 22, 2008 2:10 PM
To: DeMocker, Steven; VanSteenhuyse, James P.
Cc: O'Non, Barbara
Subject: RE: Don Longe & AdviceLink program

Steve,

This is not correct.

Please call me.

Di

David Morochnick

UBS EM 169

2/20/2010

UBS Financial Services Inc.
Deputy Branch Manager
2555 East Camelback Road, Suite 600
Phoenix, AZ 85016
(602) 957-5101
(602) 912-2587, Fax

From: DeMocker, Steven
Sent: Tuesday, April 22, 2008 11:26 AM
To: Morochnick, David; VanSteenhuysen, James P.
Cc: O'Non, Barbara
Subject: Don Longe & AdviceLink program

David & Jim:

I've read all I can find on the licensing and State registration requirements for AdviceLink. As you know Don is a little daunted by the idea of sitting for the 65, but he's willing. If I understand David's take at the moment, however, the two of you may be thinking we should keep it simple and just place Don under the supervision of an existing Trusted Advisor's office.

Is there any of this I can help with so all of it isn't just on your shoulders?

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: DeMocker, Steven
Sent: Thursday, May 22, 2008 12:51 PM
Rydzewski, Jennifer
Cc: Wakefield, Brooke
Subject: RE: Yavapai Symphony Assoc

Ok. I'll pass this on. Thx! I'm heading down to my Phx meetings now and will be on my cell. 928-713-1919. If I don't talk to you again, thanks for your help today and have a good holiday.

Steven DeMocker
Senior Vice President - Investments

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From: Rydzewski, Jennifer
Sent: Thursday, May 22, 2008 11:42 AM
To: DeMocker, Steven
Subject: RE: Yavapai Symphony Assoc

It's something that they have created with their accountant.

According to the Loan Dept, the CPA will know exactly what it is....I don't know what it is either!

Jennifer A. Rydzewski
Sr. Registered Client Service Associate
UBS Financial Services Inc.
255th E. Camelback Rd., Ste. #600
Phoenix, AZ 85016
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Toll Free: 800-247-1754
Fax: (602) 957-5152

UBS EM 171

2/22/2010

jennifer.rydzewski@ubs.com

From: DeMocker, Steven
Sent: Thursday, May 22, 2008 11:41 AM
To: rydzewski, Jennifer
Subject: RE: Yavapai Symphony Assoc

Jennifer:

This is great. Thanks. But I don't know what "audited financials" means. Is this a form we give the client to fill out, or some standard thing we ask them to provide from their accountant?

Steven DeMocker
Senior Vice President - Investments

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From: Rydzewski, Jennifer
Sent: Thursday, May 22, 2008 11:23 AM
To: DeMocker, Steven
Cc: O'Non, Barbara
Subject: Yavapai Symphony Assoc

Steve / Barb,

The Loan dept will need "Audited Financials" from the above client in order to begin the loan approval process.

I will be out of the office tomorrow, so I've made arrangements with Joel Sison, in the loan dept, and he will manually enter the request in tomorrow when he can see the ARCs in their new account UX-08378. BUT he cannot do this if he does not have the audited financials from Yavapai.

Joel's fax # is 201-442-3084, he's expecting a fax from you.

Please reference the following information on your fax:

UBS EM 172

2/22/2010

Collateral Account # UX-08378

Loan Account # 5V-38589

Please prepare Loan Docs per phone conversation with Jennifer

Call me if you have any questions.

Jennifer A. Rydzewski

Sr. Registered Client Service Associate

UBS Financial Services Inc.

2555 E. Camelback Rd., Ste. #600

Phoenix, AZ 85016

Direct: (602) 957-5104

Toll Free: 800-247-1754

Fax: (602) 957-5152

jennifer.rydzewski@ubs.com

Unknown

From: DeMocker, Steven
nt: Thursday, May 08, 2008 3:19 PM
cc: O'Non, Barbara
Subject: I'm logging off... On my cell now... See you soon perhaps

Unknown

From: DeMocker, Steven
Sent: Wednesday, May 07, 2008 3:26 PM
Rydzewski, Jennifer; O'Non, Barbara
Subject: Ok NOW I'm leaving. I'm on my cell. 928-713-1919

Steven DeMocker
Senior Vice President - Investments

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Unknown

From: DeMocker, Steven
Sent: Friday, June 13, 2008 9:32 AM
Angelo, Bob
Subject: Please call when you have a moment...

Once I'm gone from the Prescott office around 10 am, I'll be on my cell the rest of the day.

Two items:

- > MCD is brushing against 60 this morning in a strong market. We talked about exiting at this price.
- > I'm making up a gift certificate for you to take to the christening, but I'd like to have the child's name spelled right and the amount correct, if you even want the amount on there.

928-713-1919

Steven DeMocker
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Unknown

From: DeMocker, Steven

Sent: Tuesday, June 10, 2008 7:59 AM

SH-WMUS-Structured Products

Subject: Out of Office AutoReply: 4:15pm EST Tomorrow: Overview of New PAS Structure

I will be out of the office today, June 9.

If this is urgent, please either contact another member of my team at 800-436-9097, or call me on my cell at 928-713-1919.

Thank you!

Unknown

From: DeMocker, Steven
Sent: Thursday, June 26, 2008 9:14 AM
Berkenkampscwaz@aol.com
Cc: O'Non, Barbara; Bertenshaw, Patrick
Subject: RE: Direction and Authorization to transfer funds from Nor Trust Bank to UBS

Fred:

Thank you for copying me on this message. You will likely need to call Northern Trust directly to confirm your instrx, because your advisors there actually cannot accept sell orders by email. I assume they will call and advise you of this. I'm in the UBS office in downtown Chicago today, but will be back in Prescott on Monday morning. We'll be looking for your incoming transfer and one of us will let you know when it has arrived. If you have questions in the meantime feel free to call my cell at 928-713-1919.

Have a good weekend!

Steve DeMocker

From: Berkenkampscwaz@aol.com [mailto:Berkenkampscwaz@aol.com]
Sent: Thursday, June 26, 2008 11:07 AM
To: sjf2@ntrs.com; csm3@ntrs.com
Cc: Berkenkampscwaz@aol.com
Subject: Direction and Authorization to transfer funds from Nor Trust Bank to UBS

Susan Filson, Connie May, Northern Trust Bank
This is to confirm that I have signed pertinent documents transferring the net proceeds of my IRA account
02-93730 to UBS Financial Svcs, Inc. to be rolled over immediately on receipt by them into a successor IRA account with UBS.

These signed transfer documents will shortly be sent to you by Ms. Barbara O'Non, VP-Investments, UBS.

I understand that my 02-93730 IRA account is a "wrap" account with Northern Trust, and request that the contents of this account be liquidated by Northern Trust before transfer of these funds to UBS.
Please consider this as your direction and authorization to proceed with this liquidation and transfer immediately.

Your primary contact with UBS will be Ms. Barbara O'Non, VP-Investments, UBS Financial Services, Inc., with local offices at 12515 W. Bell Rd, Surprise, Az 86374. Her phone number is 623-815-8718. Her email address is barbara.onon@ubs.com. It is also possible that you may have contact with Dr. Steven DeMocher, Sr. VP-Investments, UBS Financial Svcs, Inc. 928-541-5050.

I will follow up this email with a personal phone call to Connie to further orally confirm the above.

Thank you both for all you have done for me.

If any questions or concerns, kindly email or call me at my Logan, Ut summer number 435-713-6435. (on answering machine if I am out)

Sincerely, Fred Berkenkamp

Gas prices getting you down? Search AOL Autos for fuel-efficient used cars.
(<http://autos.aol.com/used?ncid=aolaut00050000000007>)

Unknown

From: DeMocker, Steven

Sent: Friday, June 27, 2008 7:50 AM

Chuck Brooke

Subject: Out of Office AutoReply: Check received and deposited

I will be out of the office traveling today, June 25, and will be away from my office through Friday.

I will be picking up messages left on my office number intermittently, but if this is urgent, please either call my cell at 928-713-1919, or our covering Senior Registered Assistant, Jennifer Rydzewski, in our Phoenix office at 602-957-5104.

Thank you!

Unknown

From: DeMocker, Steven

Sent: Thursday, June 26, 2008 9:26 AM

Market Conduct & Suitability

Subject: Out of Office AutoReply: Approaching Annuities with Suitability

I will be out of the office traveling today, June 25, and will be away from my office through Friday.

I will be picking up messages left on my office number intermittently, but if this is urgent, please either call my cell at 928-713-1919, or our covering Senior Registered Assistant, Jennifer Rydzewski, in our Phoenix office at 602-957-5104.

Thank you!

Unknown

From: DeMocker, Steven

Sent: Friday, June 27, 2008 12:13 PM

Thomas Shelby

Subject: Out of Office AutoReply: <no subject>

I will be out of the office traveling today, June 25, and will be away from my office through Friday.

I will be picking up messages left on my office number intermittently, but if this is urgent, please either call my cell at 928-713-1919, or our covering Senior Registered Assistant, Jennifer Rydzewski, in our Phoenix office at 602-957-5104.

Thank you!

Unknown

From: DeMocker, Steven
Sent: Tuesday, July 15, 2008 12:05 PM
VanSteenhuysen, James P.
Subject: On my cell

Jim:

I'm sorry I haven't been able to connect with you today but I'll keep trying. After the close I'll be on my cell.
928-713-1919.

Steven DeMocker
Senior Vice President - Investments

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UBS Team DEMOCKER, ONAN, BERTENSHAW Phone Contact List

** internal use only **

Pat Bertenshaw

Office in Phoenix – 602-957-5122
Office in Sun City – 623-769-9194
Cell – 602-769-9194

Steven Democker

Office in Prescott 928-541-5081
Cell – 928-713-1919

John Farmer

Office in Prescott - 928-541-5080
Cell – 928-713-7182

Karen Hall

Office in Phoenix - 602-957-8137
Cell - ??

Barb O'Non

Office in Prescott – 928-541-5084
Office in Sun City – 623-815-8718
Cell – 480-273-1196

Brook Wakefield

Office in Prescott - 928-541-5080
Cell – 928-713-8418

Other Useful Numbers –

Gerry Calley – 602 – 957-5108
Tish Dirks – 602-957-5126
David Morochnick - 602-957-5101
Teri Twarkins – 602-667-8108
Deb Umphrey - 602-957-5181
Jim Van SteenHuyse - 602-957-5199
Sue Young - 602-957-5193

Unknown

From: DeMocker, Steven
Sent: Monday, July 07, 2008 2:58 PM
space@prescott.edu
Subject: Untitled (138)

Steve,

Thank you so much. I appreciate your thoughts and support, and I'm forwarding messages about our current family situation to my personal email address:

steven.democker@gmail.com.

Also, I'm hoping to have my normal cell back up and running in the next day or so, but in the meantime please feel free to call my temporary cell - ~~928-848-9639~~.

I'm in the office during my usual hours. And again, thank you.

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
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928-541-5099 fax
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steven.democker@ubs.com

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phone

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Unknown

From: DeMocker, Steven
Sent: Monday, July 07, 2008 3:04 PM
tp.shelby@gmail.com
Subject: Untitled (137)

Tom,

Thank you so much. I appreciate your thoughts and support, and I'm forwarding messages about our current family situation to my personal email address:

steven.democker@gmail.com.

Also, I'm hoping to have my normal cell back up and running in the next day or so, but in the meantime please feel free to call my temporary cell - 928-848-9639.

I'm in the office during my usual hours. And again, thank you.

Steven DeMocker
Senior Vice President - Investments

UBS Financial Services, Inc.
1560 Plaza West Drive
Prescott, AZ 86303
928-541-5080
928-541-5099 fax
800-436-9097
steven.democker@ubs.com

<http://financialservicesinc.ubs.com:8080/fa/stevendemocker>

UBS is a leading global wealth manager, a top tier investment banking and securities firm, and one of the largest global asset managers. In Switzerland, UBS is the market leader in retail and commercial banking. With headquarters in Zurich and Basel, Switzerland, UBS is present in all major financial centers worldwide. UBS employs more than 80,000 people. In the US, we are the third largest private client business with a client base of over 2 million investors. Our American network of around 9,000 financial advisors manages roughly 465 billion US dollars in invested assets and provides sophisticated services through consultative relationships with affluent and high net worth clients. In Switzerland and internationally, UBS has more than 140 years of private banking experience, an extensive global network of 164 offices and approximately \$2.46 trillion US dollars in invested assets. We provide a comprehensive range of services customized for wealthy individuals, ranging from asset management to estate planning and from corporate finance to art advising services.

Unknown

From: DeMocker, Steven
Sent: Friday, July 25, 2008 11:25 AM
O'Non, Barbara
Subject: RE:

Hey I've tried to call your office a couple of times. I'm heading off to see family. I'd love to check in with you on something. Call my cell when you have a moment.

>Steven DeMocker
>Senior Vice President - Investments

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>

-----Original Message-----

From: O'Non, Barbara
Sent: Friday, July 25, 2008 9:33 AM
To: DeMocker, Steven
Subject:

I met with Scott Wheeler yesterday, and without knowing what he was saying, he told me we needed two products - one for income now (Hartford) and one for income later. I have had a difficult time entering the ticket for Beth's IRA because of the changes at Hartford (even Scott couldn't lead me to the correct new symbol), so I would like to have another conversation about the Allianz product.

Let's do that Monday.

Barbara O'Non
Vice President Investments

UBS Financial Services, Inc.
12 West Bell Road
Suite, AZ 85374
623-815-8718
800-754-7103

2/19/2010

UBS EM 186

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barbara.onon@ubs.com

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UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

Unknown

From: DeMocker, Steven
Sent: Thursday, June 19, 2008 3:20 PM
To: O'Non, Barbara
Subject: I'm free when you are...

Steven DeMocker
Senior Vice President - Investments

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Prescott, AZ 86303
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Unknown

From: DeMocker, Steven
Sent: Thursday, April 03, 2008 9:30 AM
To: O'Non, Barbara
Subject: RE: (953)

Would it be okay, as I've suggested before, if we not argue via email? I'm right here. :-)

Steven DeMocker
Senior Vice President - Investments

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-----Original Message-----

From: O'Non, Barbara
Sent: Thursday, April 03, 2008 9:29 AM
To: DeMocker, Steven
Subject:

Neither one of my cell phones has a missed call on it????

Barbara O'Non
Vice President Investments

UBS Financial Services, Inc.
12515 West Bell Road
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UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

Unknown

From: DeMocker, Steven
Sent: Friday, July 25, 2008 11:25 AM
To: O'Non, Barbara
Subject: RE: (23)

Hey I've tried to call your office a couple of times. I'm heading off to see family. I'd love to check in with you on something. Call my cell when you have a moment.

>Steven DeMocker
>Senior Vice President - Investments

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-----Original Message-----

From: O'Non, Barbara

Sent: Friday, July 25, 2008 9:33 AM

To: DeMocker, Steven

Subject:

I met with Scott Wheeler yesterday, and without knowing what he was saying, he told me we needed two products - one for income now (Hartford) and one for income later. I have had a difficult time entering the ticket for Beth's IRA because of the changes at Hartford (even Scott couldn't lead me to the correct new symbol), so I would like to have another conversation about the Allianz product.

Let's do that Monday.

Barbara O'Non

Vice President Investments

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2/20/2010

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UBS Financial Services Inc.

UBS International Inc.

UBS Financial Services Incorporated of Puerto Rico

Unknown

From: DeMocker, Steven
Sent: Monday, March 31, 2008 12:43 PM
O'Non, Barbara
Subject: RE: (1034)

Pls call. Can't reach you.

Steven DeMocker
Senior Vice President - Investments

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Prescott, AZ 86303
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-----Original Message-----

From: O'Non, Barbara
Sent: Monday, March 31, 2008 12:27 PM
To: DeMocker, Steven
Subject:

I am going to run to Starbucks and grab something to eat - back in 10 if you want to talk.

Unknown

From: DeMocker, Steven
Sent: Monday, March 31, 2008 3:00 PM
To: O'Non, Barbara
Subject: RE: (1020)

Ok.

Steven DeMocker
Senior Vice President - Investments

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-----Original Message-----

From: O'Non, Barbara
Sent: Monday, March 31, 2008 3:00 PM
To: DeMocker, Steven
Subject: RE:

I just hung up with Arnie don't call - rough conversation.

-----Original Message-----

From: DeMocker, Steven
Sent: Monday, March 31, 2008 2:58 PM
To: O'Non, Barbara
Subject: RE:

Ok. Call me before you call clients, so that we don't dupe our efforts.

UBS EM 194

2/20/2010 *dh*

Steven DeMocker
Senior Vice President - Investments

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--- Original Message-----

From: O'Non, Barbara
Sent: Monday, March 31, 2008 2:45 PM
To: DeMocker, Steven
Subject: RE:

I had to leave the call at 1:45 for a meeting. I have about 5 calls to return....sooo

-----Original Message-----

From: DeMocker, Steven
Sent: Monday, March 31, 2008 2:44 PM
To: O'Non, Barbara
Subject: RE:

You still on the call? I am, but... Want to chat?

Steven DeMocker
Senior Vice President - Investments

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Prescott, AZ 86303
928-541-5080

2/20/2010

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-----Original Message-----

From: O'Non, Barbara
Sent: Monday, March 31, 2008 1:04 PM
To: DeMocker, Steven
Subject:

Go to Book Query - Advanced Search - Cash Management.

Sent: Wednesday, July 02, 2008 3:34 PM
Subject: Democker, Steven From: UX 90896

Jennifer would you mind closing this account. And then setting it on fire and burying it? Thanks!

UBS EM 197

2/1/2010